



Sundram Fasteners Limited

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REGISTERED & CORPORATE OFFICE
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WEBSITE : www.sundram.com

December 21, 2022

National Stock Exchange of India Limited (NSE)

Scrip Code - SUNDRMFAST
Exchange Plaza, 5th Floor
Plot No.C/1, G Block
Bandra Kurla Complex, Bandra (East)
Mumbai – 400 051

By NEAPS

BSE Limited (BSE)

Scrip Code - 500403
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai – 400 001

By Listing Centre

Dear Sir / Madam,

Intimation under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR Regulations) - Details of Voting Results – 14th Postal Ballot

Pursuant to Regulation 44 of the LODR Regulations, the details of voting results of the 14th Postal Ballot (remote e-voting) conducted by the Company between Monday, November 21, 2022 (9:00 a.m. IST) and Tuesday, December 20, 2022 (5:00 p.m. IST) are provided in the **Annexure** as per the prescribed format along with the Scrutiniser's Report on Postal Ballot.

We request you to take the same on record.

Thanking you,

Yours truly,

For SUNDRAM FASTENERS LIMITED

G Anand Babu
Manager – Finance & Company Secretary



**Annexure****Sundram Fasteners Limited – 14th Postal Ballot****I. Attendance of members**

1.	Date of the AGM / EGM	Not Applicable
2.	Total Number of shareholders on the cut-off date November 11, 2022 for the purpose of remote e-voting and e-voting.	69,208
3.	No of Shareholders present in the meeting either in person or through proxy:	Not Applicable
	a) Promoters and Promoter Group	
	b) Public	
4.	No of Shareholders present in the meeting through Video Conference ('VC') / Other Audio Visual Means ('OAVM'):	
	a) Promoters and Promoter Group	
	b) Public	

II. Voting by members

Item No.	Agenda Item Description	Type of Resolution	Mode of Voting	Whether Promoter/ Promoter Group are interested in the agenda/resolution?	Remarks
1	Approval of re-appointment of Ms Arundathi Krishna (DIN: 00270935) as Joint Managing Director of the Company and payment of remuneration, for a period of 5 (five) years from September 18, 2023 to September 17, 2028.	Ordinary	Remote E-Voting	Yes	Resolution passed with more than requisite majority
2	Approval of re-appointment of Sri S Mahalingam (DIN: 00121727) as a Non-Executive Independent Director of the Company for the second consecutive term of 5 (five) years commencing from January 30, 2023 to January 29, 2028 and for his continuation after attaining 75 years during such tenure.	Special	Remote E-Voting	No	Resolution passed with more than requisite majority





III. Results of Remote E-Voting / E-Voting by members

The mode of voting for all resolutions was:

- Remote E-Voting facility.

In this connection, we enclose the following:

1. Result of voting through Remote E-Voting, in the prescribed format.
2. Scrutinizer's Report on Postal Ballot (Remote E-Voting)

Thanking you,

Yours truly,
For SUNDRAM FASTENERS LIMITED

A handwritten signature in blue ink that reads 'G. Anand Babu'.

G Anand Babu
Manager – Finance & Company Secretary



Sundram Fasteners Limited

Declaration in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the businesses transacted by the Company through Postal Ballot - Remote E-Voting

Resolution No 1	Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
Ordinary Resolution			1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Approval of re-appointment of Ms Arundathi Krishna (DIN: 00270935) as Joint Managing Director of the Company and payment of remuneration, for a period of 5 (five) years from September 18, 2023 to September 17, 2028.	Promoter and Promoter Group	E-Voting	10,19,41,043	10,19,34,643	99.9937	10,19,34,643	0	100.0000	0.0000
		Poll (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		10,19,34,643	99.9937	10,19,34,643	0	100.0000	0
	Public- Institutions	E-Voting	6,39,12,150	5,79,99,600	90.7489	3,46,11,045	2,33,88,555	59.6746	40.3254
		Poll (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		5,79,99,600	90.7489	3,46,11,045	2,33,88,555	59.6746	40.3254
	Public- Non Institutions	E-Voting	4,42,75,177	24,27,906	5.4837	24,22,027	5,879	99.7579	0.2421
		Poll (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
		Total		24,27,906	5.4837	24,22,027	5,879	99.7579	0.2421
TOTAL		21,01,28,370	16,23,62,149	77.2681	13,89,67,715	2,33,94,434	85.5912	14.4088	

For SUNDRAM FASTENERS LIMITED

G. Anand Babu

G ANAND BABU
Manager-Finance & Company Secretary

Sundram Fasteners Limited

Declaration in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the businesses transacted by the Company through Postal Ballot - Remote E-Voting

Resolution No 2	Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
Special Resolution			1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Approval of re-appointment of Sri S Mahalingam (DIN: 00121727) as a Non-Executive Independent Director of the Company for the second consecutive term of 5 (five) years commencing from January 30, 2023 to January 29, 2028 and for his continuation after attaining 75 years during such tenure	Promoter and Promoter Group	E-Voting	10,19,41,043	10,19,34,643	99.9937	10,19,34,643	0	100.00	0.00
		Poll (Not Applicable)		0	0.0000	0	0	0.00	0.00
		Postal Ballot (Not Applicable)		0	0.0000	0	0	0.00	0.00
		Total		10,19,34,643	99.9937	10,19,34,643	0	100.00	0.00
	Public- Institutions	E-Voting	6,39,12,150	5,79,99,600	90.7489	5,67,78,118	12,21,482	97.8940	2.1060
		Poll (Not Applicable)		0	0.0000	0	0	0.00	0.00
		Postal Ballot (Not Applicable)		0	0.0000	0	0	0.00	0.00
		Total		5,79,99,600	90.7489	5,67,78,118	12,21,482	97.8940	2.1060
	Public- Non Institutions	E-Voting	4,42,75,177	24,26,476	5.4804	24,20,802	5,674	99.7662	0.2338
		Poll (Not Applicable)		0	0.0000	0	0	0.00	0.00
		Postal Ballot (Not Applicable)		0	0.0000	0	0	0.00	0.00
		Total		24,26,476	5.4804	24,20,802	5,674	99.7662	0.2338
TOTAL		21,01,28,370	16,23,60,719	77.2674	16,11,33,563	12,27,156	99.2442	0.7558	

For SUNDRAM FASTENERS LIMITED

G. Anand Babu
G ANAND BABU
 Manager-Finance & Company Secretary



K SRIRAM, B.Com, ACA, FCS
Practising Company Secretary

Scrutiniser's Report

[Pursuant to Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014]

21st December 2022

To,
The Chairman,
Sundram Fasteners Limited
98-A, 7th Floor,
Dr. Radhakrishnan Salai,
Mylapore, Chennai – 600 004.

Dear Sir,

Sub: Scrutinizer's Report on 14th Postal ballot conducted under Section 110 of the Companies Act, 2013 ("the Act") read with Rule 22 of Companies (Management and Administration) Rules, 2014 from 21st November 2022 to 20th December 2022

The Board of Directors of your Company have, vide a resolution passed at the Board meeting held on **8th November 2022**, decided to conduct the 14th Postal Ballot from 21st November 2022 to 20th December 2022 through remote e-voting, without sending physical ballots, as permitted by the Ministry of Corporate Affairs (**MCA**) and the Securities and Exchange Board of India (**SEBI**) through their circulars, to obtain the approval of your members by way of **special/ordinary resolution(s)** for two **items** of business as set out below:

Business being transacted through the 14th Postal Ballot

1. Approval of re-appointment of Ms Arundathi Krishna (DIN: 00270935) as Joint Managing Director of the Company and payment of remuneration, for a period of 5 (five) years from September 18, 2023 to September 17, 2028. **(Ordinary Resolution)**.
2. Approval of re-appointment of Sri S Mahalingam (DIN: 00121727) as a Non-Executive Independent Director of the Company for the second consecutive term of 5 (five) years commencing from January 30, 2023 to January 29, 2028 and for his continuation after attaining 75 years during such tenure. **(Special Resolution)**

I have been **appointed to act as the Scrutiniser** for the **14th Postal Ballot** process.

I submit my report as under:

1. Sundram Fasteners Limited ("**the Company**") is a listed company with its Equity Shares being listed with the National Stock Exchange of India Limited (**NSE**) and BSE Limited (**BSE**).
2. The Company selected National Securities Depository Limited (**NSDL**), as the agency to provide the e-voting platform for the remote e-voting process. NSDL allotted E-voting Event Number (**EVEN**) **122854** for the Company's **14th Postal Ballot**.



"SHRESHTAM", Old No.17, New No.16, Pattammal Street, Mandaveli, Chennai – 600 028.
(044) 42074012/ 24611440 sriram.krishnamurthy@rediffmail.com

Sundram Fasteners Limited-14th Postal Ballot – 21st November 2022 to 20th December 2022
Scrutiniser's report

3. The Company fixed **11th November 2022** as the **cut-off date** for determining the members who would be eligible to vote through the remote e-voting process and the number of votes each of them could exercise.
4. Notice of the **14th Postal Ballot** was sent **through email** on **21st November 2022**, to:
 - (a) **63,672 members** (by NSDL) whose email address were registered with the Company/ Depositories, and **1 member** (with invalid e-mail address) **through courier** (physical copy) by the Company, **out of the total of 69,208 members** as on 11th November, 2022.
 - (b) The **Directors, Auditors, Secretarial Auditors and Cost Auditor** of the Company.
5. **The notice of the Postal Ballot was placed** on the Company's website and also **filed online** with the **NSE and BSE** in terms of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**LODR**) on 21st November 2022.
6. The Notice and prescribed particulars about the remote e-voting process were duly **advertised on 22nd November 2022** in Business Standard (in English) and Makkal Kural (in Tamil).
7. Integrated Registry Management Services Private Limited, your Registrar and Share Transfer Agents (**RTA**), provided the details of the members who held shares on the cut-off date.
8. The Company's paid-up equity share capital **as on the cut-off date**, which consisted of 21,01,28,370 equity shares of Re.1/- each held by **69,208 members**, included equity shares on which **voting rights were frozen**, as set out below:
 - (a) **6,88,293** equity shares in Sundram Fasteners Limited Unclaimed Suspense Account, in terms of Regulation 39 read with Schedule VI of LODR; and
 - (b) **11,01,282** equity shares on which dividend had not been claimed for seven consecutive years and transferred to and held by the Investor Education and Protection Fund Authority Ministry of Corporate Affairs (**IEPF**) as per Section 124(6) of the Act.Hence, **69,206 members holding an aggregate 20,83,38,795 equity shares were entitled to vote in the 14th Postal Ballot.**
9. The remote e-voting period was **from 9.00 am on Monday the 21st November 2022 to 5.00 pm on Tuesday the 20th December 2022.**
10. **After 5.00 P.M. on Tuesday, the 20th December 2022**, I unblocked the votes cast through **remote e-voting** in the presence of two witnesses not in the employment of the Company and obtained the remote e-voting report from the e-voting website of NSDL.
11. The votes cast through remote e-voting were validated with the list of members and their holding as on the cut-off date.
12. I also noted that voting rights were not exercised in respect of the **6,88,293** equity shares in Sundram Fasteners Limited Unclaimed Suspense Account as well as the **11,01,282** equity shares held by IEPF.
13. **648 members participated** in the 14th Postal Ballot and cast **votes** through the remote e-voting process, all of which were considered as valid.
14. I have recorded particulars of the votes cast through remote e-voting in a separate register maintained in electronic form.



Sundram Fasteners Limited-14th Postal Ballot – 21st November 2022 to 20th December 2022
Scrutiniser's report

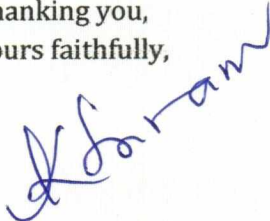
15. The results of the 14th Postal Ballot process (remote e-voting) are as under:

Item No.	Total valid ballots/votes		Valid ballots/ votes cast in favour of the resolution			Valid ballots/ votes cast against the resolution		
	Ballots	Votes cast	Ballots	Votes cast	% of votes	Ballots	Votes cast	% of votes
1.	648	16,23,62,149	519	13,89,67,715	85.59%	129	2,33,94,434	14.41%
2.	644	16,23,60,719	610	16,11,33,563	99.24%	34	12,27,156	0.76%

16. Both the resolutions, one ordinary resolution (item number 1 above) and one special resolution (item number 2 above) have been passed with the requisite majority on 20th December 2022.

17. You may declare the results accordingly.

Thanking you,
Yours faithfully,



K SRIRAM

Practising Company Secretary (C.P No. 2215)

Scrutiniser

UDIN: F006312D002768511

COUNTER SIGNED BY

For SUNDRAM FASTENERS LIMITED



G ANAND BABU
Manager-Finance & Company Secretary