



Sundram Fasteners Limited

REGISTERED & CORPORATE OFFICE
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CIN : L35999TN1962PLC004943
WEBSITE : www.sundram.com

June 30, 2023

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 – 60th Annual General Meeting held on June 29, 2023

Pursuant to Regulation 44 of the LODR Regulations, the details of voting results of the 60th Annual General Meeting (AGM) of the Shareholders of the Company held on **June 29, 2023 (Thursday)** are provided in the **Annexure** as per the prescribed format along with the Scrutinizer's Report on Remote E-Voting / E-Voting during the AGM.

We request you to take the same on record.

Thanking you,

Yours truly,
For SUNDRAM FASTENERS LIMITED

G Anand Babu
Senior Manager - Finance & Company Secretary



Annexure

Sundram Fasteners Limited – Annual General Meeting (AGM) held on June 29, 2023

I. Attendance of members

1.	Date of the AGM	June 29, 2023
2.	Total Number of shareholders as on the cut-off date June 22, 2023 for the purpose of remote e-voting and e-voting.	72,134
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 Conferencing ('VC') / Other Audio Visual Means ('OAVM'):	
	a) Promoters and Promoter Group	7
	b) Public	38

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
ORDINARY BUSINESS					
1.	Adoption of audited financial statement including the consolidated financial statement, Reports of the Board of Directors and Auditors for the financial year ended March 31, 2023.	Ordinary	Remote E-Voting /E-Voting	No	Resolution passed with more than requisite majority
2.	Re-appointment of Ms Arundathi Krishna (DIN: 00270935) as a Director, who retires by rotation.	Ordinary	Remote E-Voting /E-Voting	Yes	Resolution passed with more than requisite majority
SPECIAL BUSINESS					
3.	Ratification of remuneration payable to the Cost Auditors for the financial year ending March 31, 2024.	Ordinary	Remote E-Voting /E-Voting	No	Resolution passed with more than requisite majority
4.	Re-appointment of Dr Nirmala Lakshman (DIN: 00141632) as a Non-Executive Independent Director of the Company for the second consecutive term of 5 (five) years commencing from September 20, 2023 to September 19, 2028.	Special	Remote E-Voting /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; and
- E-Voting conducted during the AGM for the shareholders who have not participated in the Remote E-Voting process.

In this connection, we enclose the following:

1. Results of voting through Remote E-Voting and E-Voting conducted during the AGM, in the prescribed format.
2. Scrutinizer's Report on Remote E-Voting and E-Voting conducted during the AGM.

Thanking you,

Yours truly,
For SUNDRAM FASTENERS LIMITED

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

G Anand Babu
Senior 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 Remote E-Voting / E-Voting conducted during the Annual General Meeting held through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') on 29th June, 2023

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
Adoption of Audited Financial Statement including the consolidated financial statement, for the financial year ended March 31, 2023 together with the Reports of the Board of Directors and the Auditors' thereon.	Promoter and Promoter Group	E-Voting	10,19,41,043	10,18,82,803	99.94287	10,18,82,803	0	100.00000	0.00000
		Poll		0	0.00000	0	0	0.00000	0.00000
		Postal Ballot (Not Applicable)		0	0.00000	0	0	0.00000	0.00000
		Total		10,18,82,803	99.94287	10,18,82,803	0	100.00000	0.00000
	Public-Institutions	E-Voting	6,42,22,680	5,47,41,877	85.23761	5,47,41,877	0	100.00000	0.00000
		Poll		0	0.00000	0	0	0.00000	0.00000
		Postal Ballot (Not Applicable)		0	0.00000	0	0	0.00000	0.00000
		Total		5,47,41,877	85.23761	5,47,41,877	0	100.00000	0.00000
	Public-Non-Institutions	E-Voting	4,39,64,647	8,50,718	1.93500	8,50,360	358	99.95792	0.04208
		Poll		0	0.00000	0	0	0.00000	0.00000
		Postal Ballot (Not Applicable)		0	0.00000	0	0	0.00000	0.00000
		Total		8,50,718	1.93500	8,50,360	358	99.95792	0.04208
Total			21,01,28,370	15,74,75,398	74.94247	15,74,75,040	358	99.99977	0.00023



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 Remote E-Voting / E-Voting conducted during the Annual General Meeting held through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') on 29th June, 2023

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
Ordinary resolution			1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Re-appointment of Ms. Arundathi Krishna (DIN: 00270935) who retires by rotation, and being eligible offers herself for re-appointment as a Director.	Promoter and Promoter Group	E-Voting	10,19,41,043	10,18,82,803	99.94287	10,18,82,803	0	100.00000	0.00000
		Poll		0	0.00000	0	0	0.00000	0.00000
		Postal Ballot (Not Applicable)		0	0.00000	0	0	0.00000	0.00000
		Total		10,18,82,803	99.94287	10,18,82,803	0	100.00000	0.00000
	Public-Institutions	E-Voting	6,42,22,680	5,47,41,877	85.23761	5,47,23,049	18,828	99.96561	0.03439
		Poll		0	0.00000	0	0	0.00000	0.00000
		Postal Ballot (Not Applicable)		0	0.00000	0	0	0.00000	0.00000
		Total		5,47,41,877	85.23761	5,47,23,049	18,828	99.96561	0.03439
	Public-Non-Institutions	E-Voting	4,39,64,647	8,49,718	1.93273	8,49,353	365	99.95704	0.04296
		Poll		0	0.00000	0	0	0.00000	0.00000
		Postal Ballot (Not Applicable)		0	0.00000	0	0	0.00000	0.00000
		Total		8,49,718	1.93273	8,49,353	365	99.95704	0.04296
Total			21,01,28,370	15,74,74,398	74.94200	15,74,55,205	19,193	99.98781	0.01219



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 Remote E-Voting / E-Voting conducted during the Annual General Meeting held through Video Conference ('VC') / Other Audio Visual Means ('OAVM') on 29th June, 2023

Resolution No.3	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
Ratification of the remuneration of Rs. 5 lakhs (in addition to reimbursement of travel and out-of-pocket expenses) payable to Sri P Raju Iyer, Practising Cost Accountant (Membership No.6987), who was appointed as Cost Auditor of the Company for the financial year ending March 31, 2024.	Promoter and Promoter Group	E-Voting	10,19,41,043	10,18,82,803	99.94287	10,18,82,803	0	100.00000	0.00000
		Poll		0	0.00000	0	0	0.00000	0.00000
		Postal Ballot (Not Applicable)		0	0.00000	0	0	0.00000	0.00000
		Total		10,18,82,803	99.94287	10,18,82,803	0	100.00000	0.00000
	Public-Institutions	E-Voting	6,42,22,680	5,47,41,877	85.23761	5,47,41,877	0	100.00000	0.00000
		Poll		0	0.00000	0	0	0.00000	0.00000
		Postal Ballot (Not Applicable)		0	0.00000	0	0	0.00000	0.00000
		Total		5,47,41,877	85.23761	5,47,41,877	0	100.00000	0.00000
	Public-Non-Institutions	E-Voting	4,39,64,647	8,49,718	1.93273	8,48,830	888	99.89549	0.10451
		Poll		0	0.00000	0	0	0.00000	0.00000
		Postal Ballot (Not Applicable)		0	0.00000	0	0	0.00000	0.00000
		Total		8,49,718	1.93273	8,48,830	888	99.89549	0.10451
Total	Total	21,01,28,370	15,74,74,398	74.94200	15,74,73,510	888	99.99944	0.00056	



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 Remote E-Voting / E-Voting conducted during the Annual General Meeting held through Video Conference ('VC') / Other Audio Visual Means ('OAVM') on 29th June, 2023

Resolution No.4	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 Dr Nirmala Lakshman (DIN: 00141632) as a Non-Executive Independent Director for the second term of five consecutive years commencing from September 20, 2023 to September 19, 2028	Promoter and Promoter Group	E-Voting	10,19,41,043	10,18,82,803	99.94287	10,18,82,803	0	100.00000	0.00000
		Poll		0	0.00000	0	0	0.00000	0.00000
		Postal Ballot (Not Applicable)		0	0.00000	0	0	0.00000	0.00000
		Total		10,18,82,803	99.94287	10,18,82,803	0	100.00000	0.00000
	Public-Institutions	E-Voting	6,42,22,680	5,47,41,877	85.23761	5,47,41,877	0	100.00000	0.00000
		Poll		0	0.00000	0	0	0.00000	0.00000
		Postal Ballot (Not Applicable)		0	0.00000	0	0	0.00000	0.00000
		Total		5,47,41,877	85.23761	5,47,41,877	0	100.00000	0.00000
	Public-Non-Institutions	E-Voting	4,39,64,647	8,49,718	1.93273	8,49,153	565	99.93351	0.06649
		Poll		0	0.00000	0	0	0.00000	0.00000
		Postal Ballot (Not Applicable)		0	0.00000	0	0	0.00000	0.00000
		Total		8,49,718	1.93273	8,49,153	565	99.93351	0.06649
Total			21,01,28,370	15,74,74,398	74.94200	15,74,73,833	565	99.99964	0.00036





Consolidated Scrutiniser's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

29th June 2023

To,
The Chairman,
Sundram Fasteners Limited
[CIN: L35999TN1962PLC004943]
Auras Corporate Centre, 7th Floor,
98-A, Dr. Radhakrishnan Salai, Mylapore, Chennai – 600 004.

Dear Sir,

Sub: Scrutinizer's Report on Remote e-voting (Prior to and at the AGM) in respect of the 60th Annual General Meeting of the Company held on 29th June 2023 through VC/OAVM

The Board of Directors of the Company, pursuant to resolution passed at their meeting held on 4th May 2023 appointed me as the Scrutiniser for the remote e-voting process to be conducted in relation to the 60th Annual General Meeting (AGM) of the Company to be held on 29th June 2023 ('the 60th AGM') through Video-conferencing / Other audio-visual means (VC/ OAVM).

I submit my consolidated report as under:

1. Since the Equity shares of the Company are listed on the National Stock Exchange of India Limited (NSE) and BSE Limited (BSE), **the Company has provided e-voting facility**, in terms of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration Rules), 2014, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, General Circular No. 10/2022 dated 28th December 2022 issued by the Ministry of Corporate Affairs (MCA), and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January 2023 issued by the Securities and Exchange Board of India (SEBI).
2. The items of business as set-out in the notice convening the 60th AGM and covered by the remote e-voting (prior to and at the AGM) are as follows:

Item No.	Nature of business	Type of resolution	Subject matter
1	Ordinary	Ordinary	Adoption of Audited Financial Statement including the consolidated financial statement, for the year ended 31 st March 2023, together with the Reports of the Board of Directors and Auditor's thereon.



Sundram Fasteners Limited
Consolidated Scrutiniser's report on remote e-voting-60th AGM held on 29th June 2023

Item No.	Nature of business	Type of resolution	Subject matter
2	Ordinary	Ordinary	Re-appointment of Ms. Arundathi Krishna (DIN: 00270935) who retires by rotation, as a Director.
3	Special	Ordinary	Ratification of the remuneration of Rs. 5 lakhs (in addition to reimbursement of travel and out-of-pocket expenses) payable to Sri P Raju Iyer, Practising Cost Accountant (Membership No.6987), who was appointed as Cost Auditor of the Company for the financial year ending 31 st March 2024.
4	Special	Special	Approval of re-appointment of Dr Nirmala Lakshman (DIN: 00141632) as a Non-Executive Independent Director for the second term of five consecutive years commencing from 20 th September 2023 to 19 th September 2028.

3. The remote e-voting facility (prior to and at the AGM) was provided by National Securities Depository Limited (NSDL). NSDL allotted E-Voting Event Number **(EVEN) 124061** for the remote e-voting process in relation to the 60th AGM. NSDL also provided the web-based platform for conduct of the AGM through VC/OAVM.
4. **Notice convening the 60th AGM** (along with the Annual Report for the financial year ended 31st March 2023), was **sent** by NSDL **on 7th June 2023** to 66,306 shareholders out of the 71,836 shareholders as on 2nd June 2023 (being the cut-off date for the purpose of despatch of AGM Notice to the shareholders) through e-mail to their e-mail addresses registered with the Company/ the Depositories.

Physical copies of the AGM Notice and Annual Report were not sent to the shareholders in view of the exemption provided by MCA and SEBI vide their Circulars referred to above. However, physical copies of the AGM Notice and Annual Report were sent to the shareholders who had specifically requested for the same.
5. The AGM Notice and Annual Report were also sent to the Directors, Auditors and Secretarial Auditors on 7th June 2023 through e-mail, and submitted to NSE and BSE on 7th June 2023 by filing on their online portal.
6. The prescribed particulars relating to the e-voting process for the 60th AGM were advertised on 8th June 2023, and the manner in which the shareholders whose e-mail address was not registered could register the same with the Company, were advertised on 5th June 2023 in Business Standard (all India edition) in English, and "Makkal Kural" in Tamil.
7. Integrated Registry Management Services Private Limited, the Registrar and Share transfer agents of the Company ('the RTA') provided the list of shareholders as on 22nd June 2023, being the cut-off date fixed for determining eligibility to vote in respect of the items of business to be transacted at the 60th AGM ('the cut-off date').



Sundram Fasteners Limited
Consolidated Scrutiniser's report on remote e-voting-60th AGM held on 29th June 2023

As on the cut-off date, the paid-up Equity share capital of the Company comprised of 21,01,28,370 Equity shares of Re.1/- each. This included:

- (a) 6,32,903 shares lying in the Sundram Fasteners Limited - Unclaimed Suspense Account ('Unclaimed Suspense Account'), on which voting rights were frozen in terms of Schedule VI of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
 - (b) 11,45,598 shares transferred to and lying in the demat account of the Investor Education and Protection Fund Authority, Ministry of Corporate Affairs ('IEPF Authority'), in terms of Section 124(6) of the Companies Act, 2013.
8. The remote e-voting facility **prior to the 60th AGM commenced on Monday, the 26th June 2023 at 9:00 A.M. (IST) and ended on Wednesday, the 28th June 2023 at 5:00 P.M. (IST).**
 9. The 60th AGM was held on Thursday, 29th June 2023, at 10:00 A.M. (IST), through Video conferencing / other audio-visual means (VC/ OAVM), and the meeting concluded at 10.55 A.M (IST) after conclusion of the e-voting process.
 10. Remote e-voting facility provided by NSDL was available **at the AGM, from 10.00 am IST (the time of commencement of the 60th AGM) to 10.55 am IST** [15 (fifteen) minutes after conclusion of the business proceedings], to enable the members attending the AGM who had not cast their vote through remote e-voting prior to the AGM to exercise their voting rights.
 11. I unblocked the vote cast through remote e-voting (prior to and at the AGM), in the presence of two witnesses not in the employment of the Company and obtained the e-voting report from the remote e-voting website of NSDL.
 12. I have scrutinised the votes cast through remote e-voting (prior to and at the AGM) on the e-voting platform provided by NSDL and validated the same with the list of shareholders and their shareholding as on the cut-off date.
 13. I have also verified and confirmed that no voting rights were exercised in respect of the shares lying either in the Unclaimed Suspense Account or with the IEPF Authority.
 14. I have recorded the particulars relating to the votes cast through remote e-voting (prior to and at the AGM) in a separate register maintained in electronic form.
 15. An aggregate of 605 votes on each of the 4 (four) resolutions, cast by 6 members through remote e-voting on the AGM date after the time-limit, were considered as invalid.
 16. The consolidated results of remote e-voting (prior to and at the AGM) are as under:

Item No.	Total valid ballots/votes		Valid ballots/ votes in favour of the resolution			Valid ballots/ votes against the resolution		
	No. of Ballots	No. of Votes cast	No. of Ballots	No. of Votes cast	% of valid votes	No. of Ballots	No. of Votes cast	% of valid votes
1.	387	15,74,75,398	384	15,74,75,040	99.99977%	3	358	0.00023%
2.	387	15,74,74,398	377	15,74,55,205	99.98781%	10	19,193	0.01219%



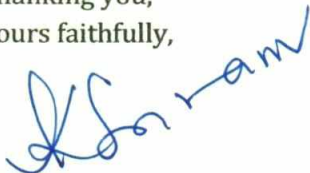
Sundram Fasteners Limited
Consolidated Scrutiniser's report on remote e-voting-60th AGM held on 29th June 2023

Item No.	Total valid ballots/votes		Valid ballots/ votes in favour of the resolution			Valid ballots/ votes against the resolution		
	No. of Ballots	No. of Votes cast	No. of Ballots	No. of Votes cast	% of valid votes	No. of Ballots	No. of Votes cast	% of valid votes
3.	386	15,74,74,398	382	15,74,73,510	99.99944%	4	888	0.00056%
4.	386	15,74,74,398	380	15,74,73,833	99.99964%	6	565	0.00036%

17. **I observe that all the 4 (four) resolutions** [3 (three) ordinary resolutions and 1 (one) special resolution] as set-out in the Notice convening the 60th AGM **have been passed with the requisite majority on the date of the said AGM** namely, **29th June 2023**.

You may declare the results accordingly.

Thanking you,
Yours faithfully,




K. Sriram,
Practising Company Secretary (CP No: 2215)
Scrutiniser
UDIN: F006312E000520727

COUNTER SIGNED BY

For **SUNDRAM FASTENERS LIMITED**



G ANAND BABU
Senior Manager-Finance & Company Secretary