



Sundram Fasteners Limited

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July 23, 2025

National Stock Exchange of India Limited

Scrip Symbol - SUNDRMFAST

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

By NEAPS

BSE Limited

Scrip Code - 500403

Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai - 400 001

By Listing Centre

Dear Sir / Madam,

Compliance Report on Corporate Governance Report based on Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR Regulations, 2015)

As per Regulation 27(2) of the SEBI LODR Regulations, 2015 read with SEBI Circular No SEBI/HO/CFD/CMD-2/P/CIR/2021/567 dated May 31, 2021, we submit herewith a Compliance Report on the Corporate Governance for the quarter ended **June 30, 2025**.

Thanking you,

Yours truly,
For SUNDRAM FASTENERS LIMITED

G Anand Babu

Senior Manager – Finance & Company Secretary

Quarterly Integrated Filing (Governance)

Name of Listed Entity: **SUNDRAM FASTENERS LIMITED**

Quarter ending: June 30, 2025

I. Composition of Board of Directors													
S.No	Title (Mr / Ms)	Name of the Director	PAN & DIN	Category (Chairperson / Executive / Non - Executive / Independent / Nominee)	Initial Date of Appointment	Date of Re- appointment	Date of Cessation	Tenure (In months)	Date of Birth	No. of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholders Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)
1	Mr	Suresh Krishna	DIN: 00046919	Chairperson and Non - Executive Director - Non - Independent Director	26-Aug-64	1-Jul-21	-	-	24-12-1936	1	0	0	0
2	Ms	Arathi Krishna	DIN: 00517456	Executive Director	23-Aug-06	3-May-21	-	-	27-04-1968	1	0	1	0
3	Ms	Arundathi Krishna	DIN: 00270935	Executive Director	18-Sep-08	18-Sep-23	-	-	03-12-1973	1	0	1	0
4	Ms	Preethi Krishna	DIN: 02037253	Non - Executive Non - Independent Director	5-Jul-17	-	-	-	24-07-1965	1	0	0	0
5	Mr	Heramb R Hajarnavis	DIN: 01680435	Independent Director	20-Sep-17	20-Sep-22	-	93.11	13-09-1974	2	2	3	1
6	Mr	S Mahalingam	DIN: 00121727	Independent Director	30-Jan-18	30-Jan-23	-	89.02	10-02-1948	2	2	4	2
7	Ms	Nirmala Lakshman	DIN: 00141632	Independent Director	20-Sep-18	20-Sep-23	-	81.11	30-01-1954	1	1	1	1
8	Mr	R Vijayaraghavan	DIN: 00026763	Independent Director	26-Sep-24	26-Sep-24	-	9.05	02-01-1950	3	3	7	3

Whether Regular Chairperson appointed : Yes

Whether Chairperson is related to Managing Director or CEO : Yes

Quarterly Integrated Filing (Governance)

Name of Listed Entity: SUNDRAM FASTENERS LIMITED
Quarter ended: June 30, 2025

II. Composition of Committees

Name of the Committee	Whether Regular Chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)	Date of Appointment	Date of Cessation
Audit Committee	Yes	Sri S Mahalingam	Chairperson and Independent Director	20-Sep-18	-
		Sri Heramb R Hajarnavis	Independent Director	20-Sep-17	-
		Sri R Vijayaraghavan	Independent Director	26-Sep-24	-
Nomination & Remuneration Committee	Yes	Sri Heramb R Hajarnavis	Chairperson and Independent Director	29-Jan-18	-
		Ms. Preethi Krishna	Non-Executive Non-Independent Director	01-Apr-22	-
		Dr Nirmala Lakshman	Independent Director	26-Sep-24	-
Risk Management Committee	Yes	Ms Arathi Krishna	Chairperson and Executive Director	01-Feb-19	
		Ms Arundathi Krishna	Executive Director	01-Feb-19	-
		Sri S Mahalingam	Independent Director	22-Sep-21	-
		Ms Preethi Krishna	Non-Executive Non-Independent Director	25-Sep-21	-
Stakeholders Relationship Committee	Yes	Ms Arathi Krishna	Executive Director	09-Aug-16	
		Ms. Arundathi Krishna	Executive Director	01-Apr-22	-
		Dr Nirmala Lakshman	Chairperson and Independent Director	20-Sep-18	-
Corporate Social Responsibility Committee	Yes	Ms Arathi Krishna	Chairperson and Executive Director	30-May-14	
		Ms Arundathi Krishna	Executive Director	30-May-14	-
		Dr Nirmala Lakshman	Independent Director	22-Sep-21	-

Quarterly Integrated Filing (Governance)					
Name of Listed Entity: SUNDRAM FASTENERS LIMITED					
Quarter ended: June 30, 2025					
III. Meeting of Board of Directors					
Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present	Date(s) of Meeting (if any) in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
30-Apr-25	Yes	8	4	31-Mar-25	29 Days between March 31, 2025 and April 30, 2025 (Date of both the meetings excluded)

Quarterly Integrated Filing (Governance)

Name of Listed Entity: SUNDRAM FASTENERS LIMITED

Quarter ended: June 30, 2025

IV. Meetings of Committees

Name of the Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors present	Number of independent directors present	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
Audit Committee	30-Apr-25	Yes	3	3	27-Jan-25	92 Days between January 27, 2025 and April 30, 2025 (Date of both the meetings excluded)
Nomination and Remuneration Committee	30-Apr-25	Yes	3	2	Nil	Not Applicable

Quarterly Integrated Filing (Governance)

Name of the Listed Entity : Sundram Fasteners Limited

Quarter Ended : June 30, 2025

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	There was no material RPT under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes. The details of RPT entered into by the Company during the quarter ended March 31, 2025 was reviewed by the Audit Committee at its meeting held on April 30, 2025. The details of RPT entered into by the Company during the quarter ended June 30, 2025 will be placed in the forthcoming Audit Committee meeting for their review.

Quarterly Integrated Filing (Governance)

Name of the Listed Entity : Sundram Fasteners Limited

Quarter Ended : June 30, 2025

VII. Affirmations		Compliance Status (Yes/No)
Sr	Subject	
1	The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.	Yes
2	The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 a. Audit Committee b. Nomination & Remuneration Committee c. Stakeholders Relationship Committee d. Risk Management Committee	Yes
3	The Committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Yes
4	The meetings of the Board of Directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Yes
5	The Report on Corporate Governance for the quarter ended March 31, 2025 was placed before the Board of Directors at their meeting held on April 30, 2025. This report (for the quarter ended June 30, 2025) will be placed in the forthcoming Board Meeting.	Yes

For SUNDRAM FASTENERS LIMITED



G Anand Babu

Senior Manager – Finance & Company Secretary

Date: July 23, 2025

Quarterly Integrated Filing (Governance)

Name of the Listed Entity : Sundram Fasteners Limited

Quarter Ended : June 30, 2025

B. Investor Grievance Redressal Report	
No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	0
No. of investor complaints disposed off during the Quarter	0
No. of investor complaints those remaining unresolved at the end of the Quarter	0

Quarterly Integrated Filing (Governance)

Name of the Listed Entity : Sundram Fasteners Limited

Quarter Ended : June 30, 2025

C. Disclosure of Acquisition of shares or voting rights in Unlisted Companies					
The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:					
S. No	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
Not Applicable					

Quarterly Integrated Filing (Governance)

Name of the Listed Entity : Sundram Fasteners Limited

Quarter Ended : June 30, 2025

D. DISCLOSURE OF IMPOSITION OF FINE OR PENALTY					
The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:					
S. No	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad-interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
Not Applicable					

Quarterly Integrated Filing (Governance)

Name of the Listed Entity : Sundram Fasteners Limited

Quarter Ended : June 30, 2025

E. DISCLOSURE OF UPDATES TO ONGOING TAX LITIGATIONS OR DISPUTES				
The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:				
S. No	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
Not Applicable				

Quarterly Integrated Filing (Governance)

Name of the Listed Entity : Sundram Fasteners Limited

Quarter Ended : June 30, 2025

Details of Cyber Security Incidence	
Whether as per Regulation 27(2) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
Date of event	Brief details of the event
No such event during the period	