



Sundram Fasteners Limited

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REGISTERED & CORPORATE OFFICE
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August 12, 2024

National Stock Exchange of India Limited (NSE)

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 (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 – 61st Annual General Meeting held on August 09, 2024

Pursuant to Regulation 44 of the LODR Regulations, the details of voting results of the 61st Annual General Meeting (AGM) of the Shareholders of the Company held on **August 09, 2024 (Friday)** 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 August 09, 2024

I. Attendance of members

1.	Date of the AGM	August 09, 2024
2.	Total Number of shareholders as on the cut-off date August 02, 2024 for the purpose of remote e-voting and e-voting.	72,894
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	8
	b) Public	37

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 thereon for the financial year ended March 31, 2024.	Ordinary	Remote E-Voting /E-Voting	No	Resolution passed with more than requisite majority
2.	Re-appointment of Ms Arathi Krishna (DIN: 00517456) 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 Auditor for the financial year ending March 31, 2025.	Ordinary	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 voted 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, appearing to read 'G. Anand Babu', written over a thin blue horizontal line.

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 August 09, 2024

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, 2024 together with the Reports of the Board of Directors and the Auditors' thereon.	Promoter and Promoter Group	E-Voting	10,19,41,043	10,19,34,643	99.99	10,19,34,643	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
		Total		10,19,34,643	99.99	10,19,34,643	0	100.00	0.00
	Public-Institutions	E-Voting	6,71,32,750	6,00,52,806	89.45	6,00,52,806	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
		Total		6,00,52,806	89.45	6,00,52,806	0	100.00	0.00
	Public-Non-Institutions	E-Voting	4,10,54,577	18,62,006	4.54	13,83,665	4,78,341	74.31	25.69
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
		Total		18,62,006	4.54	13,83,665	4,78,341	74.31	25.69
Total			21,01,28,370	16,38,49,455	77.98	16,33,71,114	4,78,341	99.71	0.29



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 August 09, 2024

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. Arathi Krishna (DIN: 00517456) 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	10,19,34,643	99.99	10,19,34,643	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
		Total		10,19,34,643	99.99	10,19,34,643	0	100.00	0.00
	Public-Institutions	E-Voting	6,71,32,750	6,00,52,806	89.45	5,99,60,301	92,505	99.85	0.15
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
		Total		6,00,52,806	89.45	5,99,60,301	92,505	99.85	0.15
	Public-Non-Institutions	E-Voting	4,10,54,577	18,62,038	4.54	13,83,352	4,78,686	74.29	25.71
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
		Total		18,62,038	4.54	13,83,352	4,78,686	74.29	25.71
Total			21,01,28,370	16,38,49,487	77.98	16,32,78,296	5,71,191	99.65	0.35

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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 August 09, 2024

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, 2025.	Promoter and Promoter Group	E-Voting	10,19,41,043	10,19,34,643	99.99	10,19,34,643	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
		Total		10,19,34,643	99.99	10,19,34,643	0	100.00	0.00
	Public-Institutions	E-Voting	6,71,32,750	6,00,52,806	89.45	6,00,52,806	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
		Total		6,00,52,806	89.45	6,00,52,806	0	100.00	0.00
	Public-Non-Institutions	E-Voting	4,10,54,577	18,62,038	4.54	13,83,650	4,78,388	74.31	25.69
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
		Total		18,62,038	4.54	13,83,650	4,78,388	74.31	25.69
Total	Total	21,01,28,370	16,38,49,487	77.98	16,33,71,099	4,78,388	99.71	0.29	





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

Consolidated Scrutiniser's Report

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

9th August 2024

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: Scrutiniser's Report on Remote e-voting (Prior to and at the AGM) in respect of the 61st Annual General Meeting of the members of your Company held on Friday the 9th August 2024, through Video conferencing/Other audio-visual means

The Board of directors of your Company, pursuant to resolution passed at their meeting held on 22nd May 2024, appointed me as the Scrutiniser for the remote e-voting process to be conducted in relation to the 61st Annual General Meeting (AGM) of the Company on Friday the 9th August 2024 ('the 61stAGM') 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. 9/2023 dated 25th September 2023 issued by the Ministry of Corporate Affairs (MCA), and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2023/167 dated 7th October 2023 issued by the Securities and Exchange Board of India (SEBI).
2. The items of business as set-out in the notice convening the 61st AGM and covered by the remote e-voting (prior to and at the AGM) are as follows:

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

Sundram Fasteners Limited

Consolidated Scrutiniser's report on remote e-voting – 61st AGM held on 9th August 2024

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 financial year ended 31 st March 2024, together with the Reports of the Board of Directors and Auditor's thereon.
2	Ordinary	Ordinary	Re-appointment of Ms. Arathi Krishna (DIN: 00517456) who retires by rotation, as a Director.
3	Special	Ordinary	Ratification of the remuneration payable to Mr. P Raju Iyer, Practising Cost Accountant (Membership No.6987), fixed by your Board of Directors on his appointment as the Cost Auditor for the financial year ending 31 st March 2025.

- 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**) **129063** for the remote e-voting process in relation to the 61st AGM. NSDL also provided the web-based platform for conduct of the AGM through VC/OAVM.
- Notice convening the 61st AGM** (along with the Annual Report for the financial year ended 31st March 2024), was **sent** by NSDL **on 17th July 2024** to 68,958 shareholders out of the 72,713 shareholders as on 5th July 2024 (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.
- The AGM Notice and Annual Report were also sent to the Directors, Auditors and Secretarial Auditors on 17th July 2024 through e-mail, and submitted to NSE and BSE on 17th July 2024 by filing on their online portal.
- The prescribed particulars relating to the e-voting process for the 61st AGM were advertised on 18th July 2024, and the manner in which the shareholders whose e-mail address was not registered could register the same with the Company, were advertised on 15th July 2024 in Business Standard (all India edition) in English, and "Makkal Kural" in Tamil.

Sundram Fasteners Limited

Consolidated Scrutiniser's report on remote e-voting – 61st AGM held on 9th August 2024

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 **2nd August 2024**, being the cut-off date fixed for determining eligibility to vote in respect of the items of business to be transacted at the 61st AGM ('**the cut-off date**').
8. 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) 5,68,473 equity 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) 11,84,077 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.
9. The remote e-voting facility **prior to the 61st AGM commenced on Tuesday, 6th August 2024 at 9:00 A.M. (IST) and ended on Thursday, 8th August 2024 at 5:00 P.M. (IST)**.
10. The 61st AGM was held on Friday, 9th August 2024, at 10:00 A.M. (IST), through Video conferencing / other audio-visual means (VC / OAVM), and the meeting concluded at 10.54 A.M (IST), including the 15 minutes specifically provided for the e-voting process after transaction of the business.
11. Remote e-voting facility provided by NSDL was available **at the AGM, from 10.00 A.M. IST (the time of commencement of the 61st AGM) to 10.54 A.M. 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.
12. I unblocked the votes 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.
13. 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.
14. 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.
15. 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.

Sundram Fasteners Limited

Consolidated Scrutiniser's report on remote e-voting – 61st AGM held on 9th August 2024

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	418	16,38,49,455	414	16,33,71,114	99.71%	4	4,78,341	0.29%
2	422	16,38,49,487	405	16,32,78,296	99.65%	17	5,71,191	0.35%
3	418	16,38,49,487	412	16,33,71,099	99.71%	6	4,78,388	0.29%

17. **I observe that all the 3 (three) ordinary resolutions** as set-out in the Notice convening the 61st AGM **have been passed with the requisite majority on the date of the said AGM** namely, **9th August 2024.**

You may declare the results accordingly.

Thanking you,
Yours faithfully,

K. SRIRAM

Practising Company Secretary (C.P. No. 2215)

Scrutiniser

UDIN: F006312F000942071