



## Sundram Fasteners Limited

REGISTERED & CORPORATE OFFICE  
98-A, VII FLOOR  
DR. RADHAKRISHNAN SALAI,  
MYLAPORE, CHENNAI - 600 004, INDIA  
TELEPHONE : +91 - 44 - 28478500  
PAN : AAACS8779D  
CIN : L35999TN1962PLC004943  
WEBSITE : www.sundram.com

Email: investorshelpdesk@sfl.co.in

September 16, 2020

**National Stock Exchange of India Limited (NSE)**

*Scrip Code - SUNDRMFAST*  
Exchange Plaza, 5<sup>th</sup> 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 – 57<sup>th</sup> Annual General Meeting held on September 16, 2020**

Pursuant to Regulation 44 of the LODR Regulations, the details of voting results of the 57<sup>th</sup> Annual General Meeting (AGM) of the Shareholders of the Company held on September 16, 2020 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.

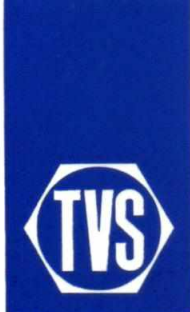
We request you to take the same on record.

Thanking you,

Yours truly,  
For SUNDRAM FASTENERS LIMITED

  
**R Dilip Kumar**

Vice President – Finance & Company Secretary



**Annexure**

**Sundram Fasteners Limited – Annual General Meeting (AGM) held on September 16, 2020**

**I. Attendance of members**

1.	Date of the AGM	September 16, 2020
2.	Total Number of shareholders on the cut-off date September 9, 2020 for the purpose of remote e-voting and e-voting.	<b>58,220</b>
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'):	
	c) Promoters and Promoter Group	
	d) 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	Adoption of audited financial statement including the consolidated financial statement, Report of the Board of Directors and Auditors for the financial year ended March 31, 2020.	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	No	Resolution passed with more than requisite majority
3	Ratification of remuneration payable to the Cost Auditors for the financial year ending March 31, 2021.	Ordinary	Remote E-Voting /E-Voting	No	Resolution passed with more than requisite majority
4	Appointment of Sri S Meenakshisundaram (DIN: 00513901) as Whole-Time Director (Designated as Whole-Time Director and Chief Financial Officer ) for a term of two consecutive years commencing from June 11, 2020 to June 10, 2022.	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 participated in the Remote E-Voting process.

In this connection, we enclose the following:

1. Result 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 'R. Dilip Kumar' followed by a long horizontal line ending in a small flourish.

**R Dilip Kumar**  
Vice President – 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 Conference ('VC') / Other Audio Visual Means ('OAVM') on September 16, 2020

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, Report of the Board of Directors and Auditors for the financial year ended March 31, 2020.	Promoter and Promoter Group	E-Voting	104,085,280	104,085,280	100.00	104,085,280	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
		<b>Total</b>		<b>104,085,280</b>	<b>100.00</b>	<b>104,085,280</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
	Public- Institutions	E-Voting	57,659,610	30,979,948	53.7290	30,979,948	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
		<b>Total</b>		<b>30,979,948</b>	<b>53.7290</b>	<b>30,979,948</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
	Public- Non Institutions	E-Voting	4,83,83,480	6,576,714	13.5929	6,573,401	3,313	99.9496	0.0504
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		<b>6,576,714</b>	<b>13.5929</b>	<b>6,573,401</b>	<b>3,313</b>	<b>99.9496</b>	<b>0.0504</b>
<b>TOTAL</b>			<b>210,128,370</b>	<b>141,641,942</b>	<b>67.4073</b>	<b>141,638,629</b>	<b>3,313</b>	<b>99.9977</b>	<b>0.0023</b>



## 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 September 16, 2020

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) as a Director, who retires by rotation.	Promoter and Promoter Group	E-Voting	104,085,280	104,085,280	100.00	104,085,280	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
		<b>Total</b>		<b>104,085,280</b>	<b>100.00</b>	<b>104,085,280</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
	Public- Institutions	E-Voting	57,659,610	30,979,948	53.7290	30,858,981	120,967	99.6095	0.3905
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		<b>30,979,948</b>	<b>53.7290</b>	<b>30,858,981</b>	<b>120,967</b>	<b>99.6095</b>	<b>0.3905</b>
	Public- Non Institutions	E-Voting	48,383,480	6,576,694	13.5929	6,573,081	3,613	99.9451	0.0549
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		<b>6,576,694</b>	<b>13.5929</b>	<b>6,573,081</b>	<b>3,613</b>	<b>99.9451</b>	<b>0.0549</b>
<b>TOTAL</b>		<b>210,128,370</b>	<b>141,641,922</b>	<b>67.4073</b>	<b>141,517,342</b>	<b>124,580</b>	<b>99.9120</b>	<b>0.0880</b>	



## 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 September 16, 2020

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 remuneration payable to the Cost Auditors for the financial year ending March 31, 2021.	Promoter and Promoter Group	E-Voting	104,085,280	104,085,280	100.00	104,085,280	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
		<b>Total</b>		<b>104,085,280</b>	<b>100.00</b>	<b>104,085,280</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
	Public-Institutions	E-Voting	57,659,610	30,979,948	53.7290	30,979,948	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
		<b>Total</b>		<b>30,979,948</b>	<b>53.7290</b>	<b>30,979,948</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
	Public- Non Institutions	E-Voting	48,383,480	6,576,714	13.5929	6,573,051	3,663	99.9443	0.0557
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		<b>6,576,714</b>	<b>13.5929</b>	<b>6,573,051</b>	<b>3,663</b>	<b>99.9443</b>	<b>0.0557</b>
	<b>TOTAL</b>		<b>210,128,370</b>	<b>141,641,942</b>	<b>67.4073</b>	<b>141,638,279</b>	<b>3,663</b>	<b>99.9974</b>	<b>0.0026</b>



## 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 September 16, 2020

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
Ordinary Resolution			1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Appointment of Sri S Meenakshisundaram (DIN: 00513901) as Whole-Time Director (Designated as Whole-Time Director and Chief Financial Officer ) for a term of two consecutive years commencing from June 11, 2020 to June 10, 2022.	Promoter and Promoter Group	E-Voting	104,085,280	104,085,280	100.00	104,085,280	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
		<b>Total</b>		<b>104,085,280</b>	<b>100.00</b>	<b>104,085,280</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
	Public- Institutions	E-Voting	57,659,610	30,979,948	53.7290	30,845,543	134,405	99.5662	0.4338
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		<b>30,979,948</b>	<b>53.7290</b>	<b>30,845,543</b>	<b>134,405</b>	<b>99.5662</b>	<b>0.4338</b>
	Public- Non Institutions	E-Voting	48,383,480	6,576,714	13.5929	6,573,349	3,365	99.9488	0.0512
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
		<b>Total</b>		<b>6,576,714</b>	<b>13.5929</b>	<b>6,573,349</b>	<b>3,365</b>	<b>99.9488</b>	<b>0.0512</b>
	<b>TOTAL</b>		<b>210,128,370</b>	<b>141,641,942</b>	<b>67.4073</b>	<b>141,504,172</b>	<b>137,770</b>	<b>99.9027</b>	<b>0.0973</b>





**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]

16<sup>th</sup> September 2020

To,

The Chairman,

**Sundram Fasteners Limited**

7<sup>th</sup> Floor, Auras Corporate Centre, 98-A, Dr. Radhakrishnan Salai,

Mylapore, Chennai - 600 004.

Dear Sir,

**Sub: Remote e-voting (Prior to and at the Annual General Meeting (AGM)), in respect of your Company's 57<sup>th</sup> Annual General Meeting (AGM) on 16<sup>th</sup> September 2020 held through Video Conferencing (VC)/ Other Audio-visual Means (OAVM)- submission of Consolidated Scrutiniser's report**

I have been **appointed to act as the Scrutiniser** for the above remote e-voting processes in connection with the said AGM, vide resolution passed by your Board of Directors on 11<sup>th</sup> June 2020.

I submit my report as under:

1. Since the Company's equity shares are listed on the National Stock Exchange of India Limited (**NSE**) and the BSE Limited (**BSE**), the Company has provided remote e-voting facility in respect of **all the four (4) resolutions to be passed at the 57<sup>th</sup> AGM**, prior to and at the AGM, in accordance with Section 108 of the Companies Act, 2013 (**the Act**), Rule 20 of the Companies (Management and Administration) Rules, 2014 (**the Rules**), Regulation 44 of the Securities and Exchange Board of India (**SEBI**) (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**LODR**), circulars dated 5<sup>th</sup> May 2020, 8<sup>th</sup> April 2020 and 13<sup>th</sup> April, 2020 issued by the Ministry of Corporate Affairs (**MCA**) and circular dated 12<sup>th</sup> May 2020 issued by SEBI (**Circulars**).
2. The items of business set out in the notice convening the AGM and covered by the remote e-voting (Prior to and at the AGM) were as follows:

Item No.	Nature of business	Type of resolution	Subject matter
1	Ordinary	Ordinary	Adoption of audited financial statements for the financial year ended 31 <sup>st</sup> March 2020, together with the reports of the Board of Directors and Auditors thereon.
2	Ordinary	Ordinary	Re-appointment of Ms. Arundathi Krishna (DIN:00270935) who retires by rotation, as a director.
3	Special	Ordinary	Ratification of remuneration of Rs.3.60 lakhs, in addition to reimbursement of travel and out-of-pocket expenses, payable to Mr. P. Raju Iyer, Practising Cost Accountant (Membership No.6987) appointed as Cost Auditor for the

19



**Sundram Fasteners Limited-57<sup>th</sup> AGM on 16<sup>th</sup> September 2020**  
**Consolidated Scrutiniser's report on remote e-voting prior and at the AGM**

Item No.	Nature of business	Type of resolution	Subject matter
			financial year ending 31 <sup>st</sup> March 2021.
4	Special	Ordinary	Appointment of Mr. S Meenakshisundaram (DIN: 00513901), as a Director subject to retirement by rotation and also approving his appointment as a Whole-Time Director for a term of 2 (two) years from 11 <sup>th</sup> June 2020 to 10 <sup>th</sup> June 2022.

3. National Securities Depository Limited (**NSDL**), the recognized agency selected by your Company to provide the e-voting platform for the remote e-voting process, allotted E-voting Event Number (EVEN) **113328** for the same. NSDL also provided the web-based platform for the conduct of the AGM through VC.
4. Integrated Registry Management Services Private Limited, being your Company's Share Transfer Agent (**RTA**), maintains and provides the records relating to the members of the Company.
5. **Notice** convening the 57<sup>th</sup> AGM, **along with the Annual Report** for the financial year ended 31<sup>st</sup> March 2020, was sent **on 14<sup>th</sup> August 2020**:
  - (a) **Through e-mail** (sent by NSDL) to 49,001 members whose email addresses were registered with the Company/Depositories, out of the total of 59,072 members (including shares lying in the Sundram Fasteners Limited Unclaimed Suspense Account) as on 7<sup>th</sup> August 2020. Though it was not sent to members who had not registered their e-mail address, as permitted by the above-referred circulars, advertisements were published in Business Standard (in English) and in Makkal Kural (in Tamil) on 11<sup>th</sup> August 2020, setting out the manner in which such members could register their email address with the Company.
  - (b) **Through e-mail/ hand delivery/courier** to the Directors, Auditors and Secretarial Auditors; and
  - (c) **By filing** in their online portal, to NSE and BSE
6. The prescribed particulars about the remote e-voting process were duly **advertised** in Business Standard (in English) and Makkal Kural (in Tamil) **on 15<sup>th</sup> August 2020**.
7. **9<sup>th</sup> September 2020** was fixed as the **cut-off date** for determining the eligibility to vote through remote e-voting prior to and at the AGM.
8. As on the cut-off date, the Company's paid-up equity share capital consisted of **21,01,28,370 Equity shares of Re.1/- each**. This included:
  - (a) 8,31,945 Equity shares lying in the Sundram Fasteners Limited Unclaimed Suspense Account (**Unclaimed suspense**) on which voting rights were frozen in terms of Schedule VI of LODR.
  - (b) 9,84,631 Equity shares transferred under Section 124(6) of the Act and lying in the demat account of the Investor Education and Protection Fund Authority, Ministry Of Corporate Affairs (**IEPF**).



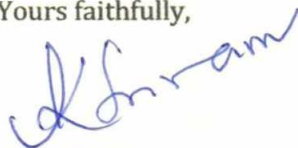
**Sundram Fasteners Limited-57<sup>th</sup> AGM on 16<sup>th</sup> September 2020**  
**Consolidated Scrutiniser's report on remote e-voting prior and at the AGM**

9. The remote e-voting facility prior to the AGM was made available from 9.00 A.M. on 13<sup>th</sup> September 2020 to 5.00 P.M. on 15<sup>th</sup> September 2020.
10. The AGM was convened, pursuant to above-referred circulars, through VC facility provided by NSDL, on Wednesday, the 16<sup>th</sup> September 2020 at 10.00 A.M.
11. NSDL also provided remote e-voting facility at the AGM to enable the members present at the AGM through VC, and who had not cast their vote through remote e-voting prior to the AGM, to exercise their voting rights.
12. On completion of the remote e-voting at the AGM, I unblocked the vote cast through remote e-voting, both prior to and at the AGM, in the presence of two witnesses not in the employment of the Company.
13. I have **scrutinised all the votes cast** electronically through remote e-voting prior to and at the AGM and validated the same with the list of members and their shareholding as on the cut-off date.
14. I have also verified and confirmed that no voting rights had been exercised in respect of the equity shares in Unclaimed Suspense and by IEPF.
15. I have recorded particulars of the votes cast through remote e-voting, both prior to and at the AGM, in a separate register maintained by me in electronic form.
16. The combined results of voting through 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		
	Ballots	Votes cast	Ballots	Votes cast	% of votes	Ballots	Votes cast	% of votes
1.	246	14,16,41,942	241	14,16,38,629	99.9977%	5	3,313	0.0023%
2.	245	14,16,41,922	236	14,15,17,342	99.9120%	9	1,24,580	0.0880%
3.	246	14,16,41,942	239	14,16,38,279	99.9974%	7	3,663	0.0026%
4.	246	14,16,41,942	237	14,15,04,172	99.9027%	9	1,37,770	0.0973%

17. All the Four (4) ordinary resolutions have been passed with the requisite majority on the date of the AGM, namely 16<sup>th</sup> September 2020. You may declare the results accordingly.

Thanking you,  
Yours faithfully,



**K. SRIRAM,**  
Practising Company Secretary (CP No. 2215)  
Scrutiniser  
UDIN: F006312B000719530



COUNTER SIGNED By

For SUNDRAM FASTENERS LIMITED

  
**R. DILIP KUMAR**  
Vice President - Finance & Company Secretary