



Sundram Fasteners Limited

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REGISTERED & CORPORATE OFFICE

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August 10, 2017

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 - 4th Postal Ballot

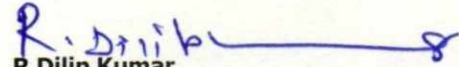
Pursuant to Regulation 44 of the LODR Regulations, the details of voting results of the 4th Postal Ballot conducted by the Company between July 10, 2017 (9.00 am) and August 8, 2017 (6.00 pm) are provided in the **Annexure** as per the prescribed format along with the Scrutiniser's Report on Postal Ballot and Remote E-Voting.

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



Intertek



Annexure

Sundram Fasteners Limited – Postal Ballot

I. Attendance of members

1.	Date of the AGM / EGM	Not Applicable
2.	Total Number of shareholders on the cut-off date July 5, 2017 for the purpose of voting by post and remote e-voting	45,586
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 attended the meeting through Video Conferencing	
	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	Appointment of Ms Preethi Krishna (Holding DIN 02037253) as a Non – Executive Non-Independent Director	Ordinary	Postal Ballot / Remote E-Voting	No	Resolution passed with more than requisite majority

III. Results of Poll / Postal ballot / E-Voting by members

The mode of voting for all resolutions was:

- Postal Ballot with Remote E-Voting facility.

In this connection, we enclose the following:

- Results of voting through Postal Ballot and Remote E-Voting, in the prescribed format.
- Consolidated Scrutiniser's Report on Postal Ballot and Remote E-Voting.

For SUNDRAM FASTENERS LIMITED

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 Postal Ballot

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
Appointment of Ms Preethi Krishna (Holding DIN 02037253) as a Non-Executive Non-Independent Director	Promoter and Promoter Group	E-Voting	10,40,85,280	0	0.00	0	0	0.00	0.00
		Poll (Not Applicable)		0	0.00	0	0	0.00	0.00
		Postal Ballot		104,085,280	100.00	104,085,280	0	100.00	0.00
		Total		104,085,280	100.00	104,085,280	0	100.00	0.00
	Public-Institutions	E-Voting	3,57,82,909	2,38,49,692	66.65	2,37,58,514	91,178	99.62	0.38
		Poll (Not Applicable)		0	0.00	0	0	0.00	0.00
		Postal Ballot		0	0.00	0	0	0.00	0.00
		Total		2,38,49,692	66.65	2,37,58,514	91,178	99.62	0.38
	Public- Non Institutions	E-Voting	7,02,60,181	4,35,781	0.62	4,24,673	11,108	97.45	2.55
		Poll (Not Applicable)		0	0.00	0	0	0.00	0.00
		Postal Ballot		24,12,370	3.43	24,03,455	8,915	99.63	0.37
		Total		28,48,151	4.05	28,28,128	20,023	99.30	0.70
	TOTAL		210,128,370	13,07,83,123	62.24	13,06,71,922	1,11,201	99.92	0.08





Scrutiniser's Report

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

9th August 2017

To,
The Chairman and Managing Director,
Sundram Fasteners Limited
98-A, VII Floor, Dr. Radhakrishnan Salai
Mylapore, Chennai-600 004.

Dear Sir,

Sub: Scrutinizer's Report on 4th Postal ballot conducted under Section 110 of the Companies Act, 2013 ("the Act") read with Rule 22 of Companies (Management and Administration) Rules, 2014

I have, vide resolution passed by your Board of Directors on 5th July, 2017 through circulation, been **appointed to act as the Scrutiniser** for the Company's 4th postal ballot process, which was initiated to obtain the approval of your members by way of an **Ordinary Resolution** for the appointment of Ms. Preethi Krishna (DIN: 02037253), Additional Director, holding office upto the ensuing annual general meeting, as a Non-Executive Non Independent Director from 8th August 2017. I submit my report as under:

1. National Securities Depository Limited (NSDL), the agency selected by your Company to provide the e-voting platform for the remote e-voting process, allotted E-voting Event Number (EVEN) 106476 for the same.
2. **5th July 2017** was fixed as the **cut-off date** for determining the members who were eligible to vote either through remote e-voting or through physical ballot and the number of votes each of them could exercise.
3. Notice of 4th Postal Ballot along with ballot paper was sent to 45,585 members (excluding shareholders whose shares were lying in Sundram Fasteners Limited Unclaimed Suspense Account) of the Company as on the cut-off date, as set out below:
 - (a) **On 8th July 2017** through registered post/ airmail [sent by Integrated Registry Management Services Private Limited, your Share Transfer Agents (RTA)] to 14,751 members.
 - (b) **On 10th July 2017** through e-mail (sent by NSDL) to 30,834 members.
4. The Notice was duly sent to National Stock Exchange of India Limited (NSE) and BSE Limited (BSE), where the Company's equity shares are listed on 10th July 2017 in terms of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR).

For **SUNDRAM FASTENERS LIMITED**

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SURESH KRISHNA
Chairman & Managing Director

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

Sundram Fasteners Limited-4th Postal Ballot -10th July 2017 to 8th August 2017
Scrutiniser's report

5. The Notice was also sent to all the directors and the auditors of the Company on 10th July 2017.
6. The Notice and the prescribed particulars with regard to the remote e-voting process were duly advertised on 11th July 2017 in The Economic Times (in English) and Makkal Kural (in Tamil).
7. As on the cut-off date, the Company's paid-up equity share capital consisted of 21,01,28,370 equity shares of Rs. 1/- each. This included 17,33,946 equity shares lying in Sundram Fasteners Limited Unclaimed Suspense Account on which voting rights were frozen in terms of Regulation 39 read with Schedule VI of LODR.
8. The voting period was **from 10th July 2017 to 8th August 2017**.
9. **6.00 pm on 8th August 2017** was fixed as the last time and date for receipt of physical postal ballots.
10. Accordingly all the physical postal ballots received in the postage pre-paid business reply envelopes upto 6.00 pm on 8th August 2017 were opened in my presence and scrutinised. I did not receive any physical postal ballot forms after that date and time.
11. The remote e-voting facility was available in the NSDL portal **from 9.00 A.M. on 10th July 2017 to 6.00 P.M. on 8th August 2017**.
12. On the completion of the voting period, I unblocked the votes cast through remote e-voting in the presence of two witnesses not in the employment of the Company and generated the remote e-voting report from the e-voting platform of NSDL.
13. I have **scrutinized the votes cast** through remote e-voting as well as through physical postal ballots and validated the same with the list of members and their holding as on the cut-off date.
14. I have also verified and confirmed that:
 - (a) No voting rights were exercised in respect of any of the 17,33,946 equity shares lying in Sundram Fasteners Limited Unclaimed Suspense Account in terms of LODR.
 - (b) No member voted through remote e-voting facility as well as through physical ballots.
15. I have recorded particulars of the votes cast through remote e-voting and the physical ballots in a separate register maintained in electronic form.
16. 45,585 members were eligible to cast an aggregate of 20,83,84,424 votes. The participation of members in the voting was as follows:

Mode of voting	Total ballots received	Invalid ballots	Valid ballots
Physical ballots	609	87	522
Electronic ballots	513	30	483
Total	1,122	117	1,005

17. Out of the ballots received, 87 physical ballots and 30 electronic ballots were considered as invalid for the following reasons:

Sl.	Type of ballot	Reasons for considering ballot as invalid	Number of ballots
(i).	Physical	Mismatch of signature with the specimen on record	41
(ii).	Physical	Assent or dissent not indicated	21
(iii).	Physical	Non-availability of specimen signatures with RTA	15
(iv).	Physical	Not signed	6
(v).	Physical	Defaced/ mutilated	3
(vi).	Physical	Invalid form	1
(vii).	Electronic	Certified copy of relevant specific authority not provided for voting in representative capacity	30
Total			117



Sundram Fasteners Limited-4th Postal Ballot -10th July 2017 to 8th August 2017
Scrutiniser's report

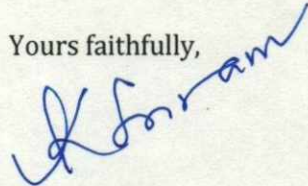
18. The votes cast through 1,005 valid ballots were considered for arriving at the result of voting.
19. The combined results of the 4th postal ballot process (both physical ballots and remote e-voting) are as under:

Mode of voting	Total valid ballots/votes		Valid ballots/ votes in favour of the resolution		Valid ballots/ votes against the resolution	
	Ballots	Votes cast	Ballots	Votes cast	Ballots	Votes cast
Physical ballots	522	10,64,97,650	514	10,64,88,735	8	8,915
Remote e-voting	483	2,42,85,473	454	2,41,83,187	29	1,02,286
Total	1,005	13,07,83,123	968	13,06,71,922	37	1,11,201
Total votes as a percentage of valid votes			99.92		0.08	

20. The ordinary resolution is deemed to have been passed with more than the requisite majority on the last date specified by the Company for receipt of duly completed postal ballot forms or e-voting, namely, 8th August 2017.
21. You may declare the results accordingly.

Thanking you,

Yours faithfully,



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



For SUNDRAM FASTENERS LIMITED



SURESH KRISHNA
Chairman & Managing Director