



# Sundram Fasteners Limited

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REGISTERED & CORPORATE OFFICE  
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PAN : AAACS8779D  
CIN : L35999TN1962PLC004943  
WEBSITE : [www.sundram.com](http://www.sundram.com)

June 30, 2022

**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 - 59<sup>th</sup> Annual General Meeting held on June 29, 2022**

Pursuant to Regulation 44 of the LODR Regulations, the details of voting results of the 59<sup>th</sup> Annual General Meeting (AGM) of the Shareholders of the Company held on **June 29, 2022 (Wednesday)** 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**

Executive Vice President - Finance & Company Secretary



**Annexure**

**Sundram Fasteners Limited – Annual General Meeting (AGM) held on June 29, 2022**

**I. Attendance of members**

1.	Date of the AGM	June 29, 2022
2.	Total Number of shareholders on the cut-off date June 22, 2022 for the purpose of remote e-voting and e-voting.	68,374
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'):	
	a) Promoters and Promoter Group	7
	b) Public	45

**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, 2022.	Ordinary	Remote E-Voting /E-Voting	No	Resolution passed with more than requisite majority
2.	Re-appointment of Ms Preethi Krishna (DIN: 02037253) as a Director, who retires by rotation.	Ordinary	Remote E-Voting /E-Voting	Yes	Resolution passed with more than requisite majority
3.	Re-appointment of M/s. BSR & Co. LLP, Chartered Accountants, Chennai as Statutory Auditors of the Company and fixing their remuneration.	Ordinary	Remote E-Voting /E-Voting	No	Resolution passed with more than requisite majority
4.	Ratification of remuneration payable to the Cost Auditors for the financial year ending March 31, 2023.	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

  
**R Dilip Kumar**  
Executive 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 June 29, 2022.

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 31st March 2022, together with the Reports of the Board of Directors and the Auditors' thereon	Promoter and Promoter Group	E-Voting	10,44,11,043	10,44,04,643	99.99	10,44,04,643	0.00	100.00	0.00
		Poll (Not Applicable)		0	0.00	0.00	0.00	0.00	0.00
		Postal Ballot (Not Applicable)		0	0.00	0.00	0.00	0.00	0.00
		<b>Total</b>		<b>10,44,04,643</b>	<b>99.99</b>	<b>10,44,04,643</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
	Public-Institutions	E-Voting	6,18,97,920	5,10,08,197	82.41	5,10,08,197	0.00	100.00	0.00
		Poll (Not Applicable)		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>5,10,08,197</b>	<b>82.41</b>	<b>5,10,08,197</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
	Public- Non Institutions	E-Voting	4,38,19,407	66,61,774	15.20	66,61,605	169	99.998	0.002
		Poll (Not Applicable)		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>66,61,774</b>	<b>15.20</b>	<b>66,61,605</b>	<b>169</b>	<b>99.998</b>	<b>0.002</b>
	<b>TOTAL</b>			<b>21,01,28,370</b>	<b>16,20,74,614</b>	<b>77.13</b>	<b>16,20,74,445</b>	<b>169</b>	<b>99.9999</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 June 29, 2022.

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. Preethi Krishna (DIN: 02037253) who retires by rotation, as a Director	Promoter and Promoter Group	E-Voting	10,44,11,043	10,44,04,643	99.99	10,44,04,643	0.00	100.00	0.00
		Poll (Not Applicable)		0.00	0.00	0.00	0.00	0.00	0.00
		Postal Ballot (Not Applicable)		0.00	0.00	0.00	0.00	0.00	0.00
		<b>Total</b>		<b>10,44,04,643</b>	<b>99.99</b>	<b>10,44,04,643</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
	Public-Institutions	E-Voting	6,18,97,920	5,10,08,197	82.40	5,07,29,980	2,78,217	99.45	0.55
		Poll (Not Applicable)		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>5,10,08,197</b>	<b>82.40</b>	<b>5,07,29,980</b>	<b>2,78,217</b>	<b>99.45</b>	<b>0.55</b>
	Public- Non Institutions	E-Voting	4,38,19,407	66,61,759	15.20	66,60,965	794	99.98	0.02
		Poll (Not Applicable)		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>66,61,759</b>	<b>15.20</b>	<b>66,60,965</b>	<b>794</b>	<b>99.98</b>	<b>0.02</b>
	<b>TOTAL</b>		<b>21,01,28,370</b>	<b>16,20,74,599</b>	<b>77.13</b>	<b>16,17,95,588</b>	<b>2,79,011</b>	<b>99.82</b>	<b>0.18</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 June 29, 2022.

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
Re-appointment of M/s. B S R & Co. LLP, Chartered Accountants, Chennai (Registration No. 101248W/W-100022) as the Statutory Auditors of the Company, for the second term of five consecutive years till the conclusion of the Annual General Meeting for the financial year 2026-2027.	Promoter and Promoter Group	E-Voting	10,44,11,043	10,44,04,643	99.99	10,44,04,643	0.00	100.00	0.00
		Poll (Not Applicable)		0.00	0.00	0.00	0.00	0.00	0.00
		Postal Ballot (Not Applicable)		0.00	0.00	0.00	0.00	0.00	0.00
		<b>Total</b>		<b>10,44,04,643</b>	<b>99.99</b>	<b>10,44,04,643</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
	Public-Institutions	E-Voting	6,18,97,920	5,10,08,197	82.40	4,95,79,818	14,28,379	97.20	2.80
		Poll (Not Applicable)		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>5,10,08,197</b>	<b>82.40</b>	<b>4,95,79,818</b>	<b>14,28,379</b>	<b>97.20</b>	<b>2.80</b>
	Public- Non Institutions	E-Voting	4,38,19,407	66,61,759	15.20	66,61,555	204	99.99	0.01
		Poll (Not Applicable)		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>66,61,759</b>	<b>15.20</b>	<b>66,61,555</b>	<b>204</b>	<b>99.99</b>	<b>0.01</b>
<b>TOTAL</b>			<b>21,01,28,370</b>	<b>16,20,74,599</b>	<b>77.13</b>	<b>16,06,46,016</b>	<b>14,28,583</b>	<b>99.12</b>	<b>0.88</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 June 29, 2022.

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
Ratification of the remuneration of Rs.4 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 31st March 2023	Promoter and Promoter Group	E-Voting	10,44,11,043	10,44,04,643	99.99	10,44,04,643	0.00	100.00	0.00
		Poll (Not Applicable)		0.00	0.00	0.00	0.00	0.00	0.00
		Postal Ballot (Not Applicable)		0.00	0.00	0.00	0.00	0.00	0.00
		<b>Total</b>		<b>10,44,04,643</b>	<b>99.99</b>	<b>10,44,04,643</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
	Public-Institutions	E-Voting	6,18,97,920	5,10,08,197	82.40	5,06,29,751	3,78,446	99.25	0.75
		Poll (Not Applicable)		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>5,10,08,197</b>	<b>82.40</b>	<b>5,06,29,751</b>	<b>3,78,446</b>	<b>99.25</b>	<b>0.75</b>
	Public- Non Institutions	E-Voting	4,38,19,407	66,61,759	15.20	66,61,065	694	99.98	0.02
		Poll (Not Applicable)		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>66,61,759</b>	<b>15.20</b>	<b>66,61,065</b>	<b>694</b>	<b>99.98</b>	<b>0.02</b>
<b>TOTAL</b>		<b>21,01,28,370</b>	<b>16,20,74,599</b>	<b>77.13</b>	<b>16,16,95,459</b>	<b>3,79,140</b>	<b>99.76</b>	<b>0.24</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]*

29<sup>th</sup> June 2022

To,

The Chairman,

**Sundram Fasteners Limited**

[CIN: L35999TN1962PLC004943]

Auras Corporate Centre, 7<sup>th</sup> 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 59<sup>th</sup> Annual General Meeting of the Company held on 29<sup>th</sup> June 2022 through VC/OAVM**

The Board of directors of the Company, pursuant to resolution passed at their meeting held on 22<sup>nd</sup> April 2022 appointed me as the Scrutiniser for the remote e-voting process to be conducted in relation to the 59<sup>th</sup> Annual General Meeting (AGM) of the Company to be held on 29<sup>th</sup> June 2022 ('the 59<sup>th</sup> AGM') through Video-conferencing / Other audio-visual means (VC/ OAVM).

I submit my 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. 2/2022 dated 5<sup>th</sup> May 2022 issued by the Ministry of Corporate Affairs (MCA), and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13<sup>th</sup> May 2022 issued by the Securities and Exchange Board of India (SEBI).
2. The items of business as set-out in the notice convening the 59<sup>th</sup> 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 prior to and at the 59<sup>th</sup> AGM held on 29<sup>th</sup> June 2022

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 <sup>st</sup> March 2022, together with the Reports of the Board of Directors and the Auditors' thereon.
2	Ordinary	Ordinary	Re-appointment of Ms. Preethi Krishna (DIN: 02037253) who retires by rotation, as a Director.
3	Ordinary	Ordinary	Re-appointment of M/s. B S R & Co. LLP, Chartered Accountants, Chennai (Registration No. 101248W/W-100022) as the Statutory Auditors of the Company, for the second term of five consecutive years till the conclusion of the Annual General Meeting for the financial year 2026-2027.
4	Special	Ordinary	Ratification of the remuneration of Rs.4 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 <sup>st</sup> March 2023.

- 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**) **119967** for the remote e-voting process in relation to the 59<sup>th</sup> AGM. NSDL also provided the web-based platform for conduct of the AGM through VC / OAVM.
- Notice convening the 59<sup>th</sup> AGM** (along with the Annual Report for the financial year ended 31<sup>st</sup> March 2022), was **sent** by NSDL **on 3<sup>rd</sup> June 2022** to 63,269 shareholders out of the 68,482 shareholders as on 27<sup>th</sup> May 2022 (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 / Depository Participants.

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 some of the shareholders who had requested for the same.



## SUNDRAM FASTENERS LIMITED

### *Consolidated Scrutiniser's report on remote e-voting prior to and at the 59<sup>th</sup> AGM held on 29<sup>th</sup> June 2022*

5. The AGM Notice and Annual Report were also sent to the Directors, Auditors and Secretarial Auditors on 3<sup>rd</sup> June 2022 through e-mail, and submitted to NSE and BSE on 3<sup>rd</sup> June 2022 by filing on their online portal.
6. The prescribed particulars relating to the e-voting process for the 59<sup>th</sup> AGM were advertised on 4<sup>th</sup> June 2022, and the manner in which the shareholders whose e-mail address was not registered could register the same with the Company, were advertised on 2<sup>nd</sup> June 2022, in "Business Standard" (Chennai 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 22<sup>nd</sup> June 2022, being the cut-off date fixed for determining eligibility to vote in respect of the items of business to be transacted at the 59<sup>th</sup> 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/- (Rupee One) each. This included:
  - (a) 7,26,373 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) 10,89,165 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 59<sup>th</sup> AGM commenced on Sunday, 26<sup>th</sup> June 2022 at 9:00 A.M. (IST) and ended on Tuesday, 28<sup>th</sup> June 2022 at 5:00 P.M. (IST).
10. The 59<sup>th</sup> AGM was held on Wednesday, 29<sup>th</sup> June 2022, at 10:00 A.M. (IST), through Videoconferencing / other audio-visual means (VC / OAVM), and the meeting concluded at 11:23 A.M. after conclusion of the voting process.
11. Remote e-voting facility provided by NSDL was available at the AGM, from the time of commencement upto 15 (fifteen) minutes after conclusion of the 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. On completion of the remote e-voting at the AGM, 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.
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.



**SUNDRAM FASTENERS LIMITED**

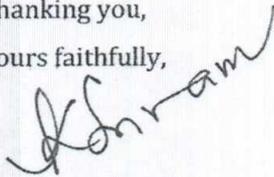
**Consolidated Scrutiniser's report on remote e-voting prior to and at the 59<sup>th</sup> AGM held on 29<sup>th</sup> June 2022**

14. I have also verified and confirmed that no voting rights were exercised in respect of the shares lying 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.
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	369	16,20,74,614	364	16,20,74,445	99.99990%	5	169	0.00010%
2	368	16,20,74,599	349	16,17,95,588	99.82785%	19	2,79,011	0.17215%
3	368	16,20,74,599	354	16,06,46,016	99.11856%	14	14,28,583	0.88144%
4	368	16,20,74,599	359	16,16,95,459	99.76607%	9	3,79,140	0.23393%

17. **All the 4 (four) ordinary resolutions** set-out in the Notice convening the 59<sup>th</sup> AGM **have been passed with the requisite majority on the date of the AGM namely, 29<sup>th</sup> June 2022.** You may declare the results accordingly.

Thanking you,  
Yours faithfully,



**K SRIRAM**

Practising Company Secretary (CP No. 2215)

Scrutiniser

UDIN: F006312D000544564

COUNTER SIGNED BY

For SUNDRAM FASTENERS LIMITED

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