SEC: 029:25-26/SSR/29.09.2025

The Manager - Listing
National Stock Exchange of India Limited
Capital Market – Listing
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra-Kurla Complex
Bandra (E), Mumbai 400 051

NSE SYMBOL: SUNDARMHLD

Dear Sir / Madam,

Re: Intimation of the Scrutinizer report on Postal Ballot Resolution passed through E-Voting

We are enclosing the Scrutinizers report on Postal Ballot Resolution passed through E-voting on 28th September 2025, along with the Proceedings of the Meeting held for declaration of results.

Kindly take this on record.

Thanking you,

Yours truly,
For TSF Investments Limited

S. Kalyanaraman
Secretary & Compliance Officer

TSF INVESTMENTS LIMITED
21, PATULLOS ROAD, CHENNAI - 600002

MINUTES OF THE PROCEEDINGS HELD AT REGISTERED OFFICE ON MONDAY, THE 29th SEPTEMBER 2025 AT 10:00 A.M FOR DECLARATION OF RESULTS OF E-VOTING THROUGH POSTAL BALLOT.

PRESENT:

Chairman for the Proceedings	Sri Harsha Viji, Chairman
Scrutinizer	Sri T.K. Bhaskar, Partner, H&B Partners, Chennai
Secretary & Compliance Officer	Sri S Kalyanaraman
Representative of RTA	Mr R Nagaraj, Manager

Sri T.K. Bhaskar, Scrutinizer, stated that he had carried out the scrutiny of all the postal ballot through e-voting received upto the close of working hours (17:00 hrs) on 28th September 2025 and submitted his report relating to the results on E-voting to the Chairman. He added that the Company had provided only the e-voting facility to its members in compliance with the circular issued by the Ministry of Corporate Affairs vide Circular No. No.09/2024 dated 19th September 2024. He also added that the postal ballot through e-voting was conducted in accordance with the provisions of Section 110 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014, and as per SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

The Report submitted by the Scrutinizer was taken on record and the Chairman announced the results of the postal ballot through e-voting as under:

TSF INVESTMENTS LIMITED
21, PATULLOS ROAD, CHENNAI - 600002

Ordinary Resolution passed for obtaining the approval of the Members through postal ballot for:

Approval for Material Related Party Transaction - Dis-investment of stake held in **M/s. Sundaram Composite Structures Private Limited** to **M/s. Brakes India Private Limited - Ordinary Resolution**

Particulars	Number of Shareholders	Number of Shares
Total Number of E-Votes	494	34544005
E-Votes in favor of the Resolution	464	34536233
E-Votes against the Resolution	30	7772
% of E-Votes in favour		99.978

The Chairman then declared that the following Ordinary Resolution, as set out in the Postal Ballot Notice dated 29th August 2025, was carried with the requisite majority:

RESOLVED THAT pursuant to Section 2(76)(iv) and 188 of the Companies Act, 2013 and rules framed thereunder and any other applicable regulatory provisions, Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the consent of the Company be and is hereby accorded for the material related party transaction arising out of the proposed dis-investment of entire stake of 3,90,00,000 equity shares of Rs.10/- each held by the Company in the equity share capital of M/s Sundaram Composite Structures Private Limited to M/s Brakes India Private Limited for a consideration of Rs.24,64,80,000/- (Rupees Twenty Four Crores Sixty Four Lakhs and Eighty Thousand Only).

FURTHER RESOLVED THAT the Board of Directors, Chief Executive Officer, Chief Financial Officer and Secretary & Compliance Officer of the Company be and are hereby severally authorised to do all acts and take all such steps as may be necessary, proper or expedient for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto."

Place: Chennai
Date: 29.09.2025

CHAIRMAN OF THE MEETING

SCRUTINIZER'S REPORT

Sri Harsha Viji
Chairman
TSF Investments Limited
(formerly Sundaram Finance Holdings Limited)
21 Patullos Road, Chennai 600 002

Dear Sir,

Re: Passing of Postal Ballot Resolutions through E-voting

The Board of Directors of the Company at its meeting held on 29th August 2025, has appointed me as Scrutinizer for conducting the postal ballot through e-voting process.

I submit my report as under:

1. The Company has on 29th August 2025, sent the postal ballot Notice in electronic form in accordance with the relaxation granted by the Ministry of Corporate Affairs vide Circular No.09/2024 dated 19th September, 2024, to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on 22nd August 2025. The said postal ballot notice contained the procedure for e-voting by members as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

2. The Postal Ballot has been conducted in compliance with the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014.

3. Particulars of all the postal ballot e-voting by the Members have been entered in a register separately maintained for the purpose.

4. The e-voting commenced on Saturday, the 30th August 2025 (9.00 A.M.) and ended on Sunday, the 28th September 2025 (5.00 P.M.).

5. I ensured the closure of the e-voting process on 28th September 2025 (5:00 P.M.). Thereafter, I downloaded and forwarded the E-voting Report to the Registrar & Share Transfer Agents

6. A summary of votes received through e-voting is given below:

   Ordinary Resolution passed for obtaining the approval of the Members through postal ballot for - Approval for Material Related Party Transaction - Dis-investment of stake held in M/s. Sundaram Composite Structures Private Limited to M/s. Brakes India Private Limited - **Ordinary Resolution**

S.No.	Particulars	E-voting (Folios)	No. of shares (Votes through E-voting)	% to total paid-up equity capital	% to total Votes
(a)	Total E-voting	494	34544005	15.553	
(b)	With assent for the Resolution	464	34536233	15.550	99.978
(c)	With dissent for the Resolution	30	7772	0.003	0.022
(d)	Abstained from Voting	-	-	-	-

7. I am handing over the related papers/registers and records for safe custody.

8. You may accordingly declare the result of the Postal Ballot conducted through E-voting.

Thanking you,

Chennai
29th September 2025

T. K. Bhaskar
Scrutinizer

General information about company	
Scrip code	000000
NSE Symbol	SUNDARMHLD
MSEI Symbol	
ISIN	INE202Z01029
Name of the company	SUNDARAM FINANCE HOLDINGS LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	28-09-2025
Start time of the meeting	
End time of the meeting	

Scrutinizer Details	
Name of the Scrutinizer	Sri T K Bhaskar
Firms Name	H&B PARTNERS
Qualification	Advocate
Membership Number	
Date of Board Meeting in which appointed	29-08-2025
Date of Issuance of Report to the company	29-09-2025

Voting results	
Record date	22-08-2025
Total number of shareholders on record date	39207
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group / related parties are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval for Material Related Party Transaction - Dis-investment of stake held in M/s. Sundaram Composite Structures Private Limited to M/s. Brakes India Private Limited - Ordinary Resolution				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	122085342	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	122085342	0	0	0	0	0	0
Public- Institutions	E-Voting	15483080	12611817	81.4555	12611817	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	15483080	12611817	81.4555	12611817	0	100	0
Public- Non Institutions	E-Voting	84535438	21932188	25.9444	21924416	7772	99.9646	0.0354
	Poll							
	Postal Ballot (if applicable)							
	Total	84535438	21932188	25.9444	21924416	7772	99.9646	0.0354
Total		222103860	34544005	15.5531	34536233	7772	99.9775	0.0225
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block	
Textual Information(1)	Approval for Material Related Party Transaction - Dis-investment of stake held in M/s. Sundaram Composite Structures Private Limited to M/s. Brakes India Private Limited - Ordinary Resolution

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	