



**Sundram Fasteners Limited**

**ANNUAL REPORT**

**for the year ended  
March 31, 2019**

## BOARD OF DIRECTORS

Sri SURESH KRISHNA

*Chairman*

Ms ARATHI KRISHNA

*Managing Director*

Ms ARUNDATHI KRISHNA

*Joint Managing Director*

Sri K RAMESH

Ms PREETHI KRISHNA

*Independent Directors*

Sri V NARAYANAN (upto September 21, 2018)

Sri R SRINIVASAN

Sri B MUTHURAMAN

Sri HERAMB R HAJARNAVIS

Sri S MAHALINGAM

Dr NIRMALA LAKSHMAN (w.e.f. September 20, 2018)

## CHIEF FINANCIAL OFFICER

Sri S MEENAKSHISUNDARAM

## VICE PRESIDENT - FINANCE & COMPANY SECRETARY

Sri R DILIP KUMAR

## REGISTERED OFFICE

98A, VII Floor, Dr Radhakrishnan Salai,  
Mylapore, Chennai 600 004

## FACTORIES (In India)

Tamil Nadu: Padi, Hosur, Aviyur, Mittamandagapet,  
Velappanchavadi, Gummidipoondi,  
SEZ - Mahindra World City

Puducherry: Korkadu

Telangana: Bonthapally

Uttarakhand: Rudrapur

## FACTORIES (In India - through subsidiaries)

Tamil Nadu : Vallam Vadagal, Sriperumbudur  
Hosur

## FACTORIES (Outside India - through subsidiaries)

Sundram Fasteners (Zhejiang) Limited, China

Cramlington Precision Forge Limited, United Kingdom

## BANKERS

ICICI Bank Ltd.

Standard Chartered Bank

HDFC Bank Ltd.

Canara Bank

The Hongkong and Shanghai Banking Corporation Ltd.

## STATUTORY AUDITORS

M/s B S R & CO. LLP

Chartered Accountants,

KRM Tower, 1<sup>st</sup> & 2<sup>nd</sup> Floor,

No. 1, Harrington Road,

Chetpet, Chennai 600 031.

## SECRETARIAL AUDITORS

M/s S KRISHNAMURTHY & CO.,

Company Secretaries,

“Shreshtam”, Old No. 17, New No. 16,

Pattammal Street, Mandaveli,

Chennai - 600 028.

## COST AUDITOR

Sri P RAJU IYER, 17, (Old No. 8),

Hashtinapuram Main Road,

Nehru Nagar, Chromepet,

Chennai - 600 044.

## REGISTRAR & SHARE TRANSFER AGENT

Integrated Registry Management Services Private Limited

Kences Towers, 2nd Floor,

No. 1, Ramakrishna Street,

North Usman Road, T Nagar,

Chennai 600 017

Telephone: +91 44 28140801 - 803

Fax : +91 44 28142479, 28143378

E-Mail : srirams@integratedindia.in

## WEBSITE

www.sundram.com

## REDRESSAL OF INVESTOR COMPLAINTS

E-mail: investorshelpdesk@sfl.co.in

# Sundram Fasteners Limited

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## FINANCIAL HIGHLIGHTS

₹ crores

Particulars	2018-19*	2017-18*	2016-17*	2015-16*	2014-15	2013-14	2012-13	2011-12	2010-11	2009-10
<b>Operating results</b>										
Revenue from operations #	4,002	3,420	2,947	2,601	2,386	2,022	2,069	2,147	1,811	1,334
Total revenue #	4,034	3,449	2,960	2,635	2,409	2,071	2,096	2,165	1,815	1,339
EBITDA	769	650	553	419	357	305	283	313	235	172
Interest	39	32	36	61	82	59	81	92	36	17
EBDT	730	618	517	358	275	246	202	221	199	155
Depreciation	110	98	90	92	88	76	72	64	55	47
EBIT	659	552	463	327	269	229	211	249	180	125
Profit before tax	620	520	425	221	177	160	131	157	144	108
Tax	183	152	109	7	42	39	36	45	39	33
Profit after tax	437	368	316	214	135	121	95	112	105	75
<b>Financial status</b>										
Net fixed assets	1,425	1,066	967	865	810	803	729	713	640	580
Investments	361	359	320	309	117	123	132	142	142	142
Net current assets	1,066	846	720	490	769	592	719	696	609	407
Share capital	21	21	21	21	21	21	21	21	21	21
Reserves and surplus	1,886	1,568	1,292	1,017	838	755	673	612	534	459
Net worth	1,907	1,589	1,313	1,038	859	776	694	633	555	480
Loan funds	801	562	626	572	751	651	795	829	750	568
Deferred tax liability	144	120	68	54	86	91	91	89	86	81
Total capital employed	2,852	2,271	2,007	1,664	1,696	1,518	1,580	1,551	1,391	1,129
<b>Performance parameters - %</b>										
EBITDA to revenue from operations	19.2	19.1	18.8	16.1	15.0	15.1	13.7	14.6	12.9	12.9
EBIT to revenue from operations	16.5	16.3	15.7	12.6	11.3	11.3	10.2	11.6	9.9	9.4
PBT to revenue from operations	15.5	15.3	14.4	8.5	7.4	7.9	6.3	7.3	8.0	8.1
EBITDA / average capital employed [ROCE]	30.0	30.4	30.1	24.9	22.2	19.7	18.1	21.3	18.6	15.0
EBIT / average capital employed	25.7	25.8	25.2	19.5	16.7	14.8	13.5	17.0	14.3	10.9
PAT / average net worth	25.0	25.4	26.9	22.6	16.6	16.4	14.3	18.9	20.4	16.6
EPS - ₹	20.80	17.49	15.01	10.18	6.44	5.75	4.52	5.36	5.02	3.57
Dividend per share - ₹	** 4.70	** 4.70	** 1.70	** 3.05	1.75	1.70	1.40	1.40	1.25	0.90
Dividend payout ratio	** 22.59	** 26.87	** 11.32	** 29.95	27.17	29.55	30.95	26.13	24.91	25.21
Book value per share - ₹	90.77	75.67	62.50	49.40	40.88	36.91	33.04	30.15	26.41	22.85
Market value per share - ₹	566.45	551.30	386.00	170.80	174.50	62.80	40.50	55.35	51.05	51.60

\* Financials for these years are as per Ind AS

\*\* Dividend paid during the financial year has been considered to comply with Ind AS

# Revenue from operations and Total revenue are net of excise duty

## Notice of the 56<sup>th</sup> Annual General Meeting to the Members

NOTICE is hereby given that the **Fifty Sixth** Annual General Meeting of the Members of the Company will be held at the Music Academy - T T Krishnamachari Auditorium (Main Hall), New No.168, T T K Road, Royapettah, Chennai- 600 014 on **Thursday, August 8, 2019 at 10.00 am** to transact the following business:

### ORDINARY BUSINESS

To consider and if thought fit, to pass the following items of business, as **Ordinary Resolutions**:

1. To adopt the Audited Financial Statement for the year ended March 31, 2019 along with Report of the Board of Directors and Auditors thereon.

**“RESOLVED THAT** the Audited financial statement including the Consolidated financial statement for the year ended March 31, 2019 together with the Auditor's Report thereon and the Report of the Board of Directors for the financial year ended on that date be and are hereby approved and adopted.”

2. To re-elect Ms Preethi Krishna, who retires by rotation, as a Director of the Company.

**“RESOLVED THAT** Ms Preethi Krishna (DIN 02037253) who retires by rotation and being eligible for re-appointment be and is hereby re-appointed as a Director of the Company.

### SPECIAL BUSINESS

To consider and if thought fit, to pass the following item of business, as an **Ordinary Resolution**:

3. To ratify the remuneration payable to the Cost Auditor for the financial year ending March 31, 2020.

**“RESOLVED THAT** the remuneration of ₹ 4,00,000/- (Rupees Four Lakhs Only), 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, 2020, as recommended by the Audit Committee and approved by the Board of Directors of the Company, pursuant to Section 148 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules 2014 be and is hereby ratified.”

To consider and if thought fit, to pass the following item of business, as a **Special Resolution**:

4. To re-appoint Sri R Srinivasan (DIN: 00043658) as a Non Executive Independent Director of the Company for a term of two consecutive years commencing from September 22, 2019 to September 21, 2021.

**“RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152, 160 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualifications) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17(1A) and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Sri R Srinivasan (*holding DIN 00043658*) aged 77 years, be and is hereby re-appointed as a Non-Executive Independent Director of the Company, to hold office for a term of two (2) consecutive years commencing from September 22, 2019 to September 21, 2021 and to receive remuneration by way of fees and other remuneration as may be payable, reimbursement of expenses for participation in the meetings of the board and / or committees and / or general meetings in terms of applicable provisions of the Companies Act, 2013 as determined by the board and / or committee from time to time.”

To consider and if thought fit, to pass the following item of business, as a **Special Resolution**:

5. To issue Non-Convertible Debentures upto ₹ 500 crores on private placement basis.

**“RESOLVED THAT** pursuant to the provisions of Sections 23, 42, 71 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Companies (Share Capital and Debentures) Rules, 2014, including any statutory modification, amendment, substitution or re-enactment thereof, for the time being in force and pursuant to Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and other applicable Regulations / Guidelines and subject to the relevant provisions of the Memorandum and Articles of Association of the Company, approval of the members of the Company is hereby accorded to the Board of Directors of the Company, (hereinafter referred to as “the Board”) to issue / offer / invite for subscription and to allot Secured Redeemable Non-Convertible Debentures (“NCDs”) including but not limited to subordinate debt, bonds and / or other debt securities (hereinafter collectively referred as “Securities”), *on private placement basis*, listed or unlisted, in physical or dematerialised form, in one or more tranches within a period of one year from the date of passing of this special resolution to eligible person(s), upto a limit of ₹ 500 Crores (Rupees Five Hundred Crores), within the overall borrowing limits of the Company approved by the members of the Company.

**RESOLVED FURTHER THAT** the Board is hereby authorised to determine the terms of the issue including

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providing security on any of the Company's assets, the class of investors to whom such Securities to be issued, timing of the issue, total amount to be raised by issuance of Securities, the number of Securities, face value, tranches, issue price, tenor, interest rate, premium / discount, appointment of trustee(s), listing and to do all such acts, deeds, filings, matters and execute all such deeds, documents, instruments and writings as may be required, with powers on behalf of the Company to settle all questions, difficulties or doubts that may arise in this regard, as the Board may, in its sole and absolute

discretion deems fit and to delegate all or any of its powers herein conferred to any Committee of the Board of Directors and / or officer(s) of the Company, to the extent permissible under law, as it may in its absolute discretion deem necessary.

By Order of the Board

**R DILIP KUMAR**

Vice President – Finance &  
Company Secretary

Chennai  
May 9, 2019

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## STATEMENT OF MATERIAL FACTS PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

### Agenda No. 3

Pursuant to Section 148 of the Companies Act, 2013 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the Company is required to appoint a Cost Auditor to conduct the audit of the cost records of the Company, for the financial year ending on March 31, 2020.

For the financial years ended March 31, 2014 to March 31, 2019, Sri P Raju Iyer, FICWA, ACS, MIMA, MBA (UK), M Phil, Practising Cost Accountant (Membership No. 6987) was appointed as the Cost Auditor of the Company for conducting the Cost Audit as mandated by the Act. On the recommendation of the Audit Committee, the Board has considered and approved the appointment of Sri P Raju Iyer, Practising Cost Accountant, as the Cost Auditor for the financial year ending on March 31, 2020 at a remuneration of ₹ 4,00,000 (Rupees Four Lakhs Only) in addition to reimbursement of travel and out-of-pocket expenses.

The proposal for remuneration as set out in the Notice is placed for consideration and ratification of the shareholders by way of an Ordinary Resolution. The Board recommends the ratification.

### Concern or interest, financial or otherwise of Directors and Key Managerial Personnel and their relatives

No Director or Key Managerial Personnel or their relative is concerned or interested in this item of business.

### Agenda No. 4

Sri R Srinivasan is a Non-Executive Independent Director of the Company. He is also the Chairman of the Audit Committee and the Nomination and Remuneration Committee. He joined the Board of Sundram Fasteners Limited in March 1995. He has expertise in engineering and general management. He was the Former Managing Director of Widia India Limited (Now renamed as Kennametal India Limited). He is also presently a Director in several prominent Boards like TTK Prestige Limited, Kirloskar Oil Engines Limited. He has managerial experience spanning over 52 years. Sri R Srinivasan was appointed as a non-executive

and Independent Director by the shareholders' at the 51<sup>st</sup> Annual General Meeting held on September 22, 2014, for a consecutive term of five years from September 22, 2014 to September 21, 2019, not liable to retire by rotation.

Sri R Srinivasan is proposed to be re-appointed as a Non-Executive Independent Director for the second term of two consecutive years, commencing from September 22, 2019 to September 21, 2021 on such remuneration by way of fees and other remuneration as may be payable, reimbursement of expenses for participation in the meetings of the Board and / or Committees as determined by the Board and / or Committee from time to time.

The Company has received a notice in writing under the provisions of Section 160 of the Companies Act, 2013, from a member proposing the candidature of Sri R Srinivasan for the office of Independent Director, to be appointed as such under the provisions of Section 149 of the Companies Act, 2013.

The Company has received from Sri R Srinivasan, a declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013 and as per Regulation 34(3) read with Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 that he is not debarred or disqualified from being appointed or continuing as Director of the Company by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority.

The proposed resolution seeks the approval of members by way of a special resolution for the re-appointment of Sri R Srinivasan as an Independent Director of the Company pursuant to Section 149(10) and other applicable provisions of the Companies Act, 2013 and Rules made thereunder. Sri R Srinivasan will not be liable to retire by rotation.

In the opinion of the Board of Directors, Sri R Srinivasan, the Independent Director proposed to be re-appointed, fulfils the conditions specified in the Act and the Rules made thereunder and he is independent of the management.

A copy of the letter of appointment of Sri R Srinivasan as an Independent Director setting out the terms and conditions is available for inspection without any fee by the members at the Company's registered office during the normal business hours on working days up to the date of the Annual General Meeting.

The Board of Directors considers that in view of the managerial experience and expertise of Sri R Srinivasan, his continued association with the company would be of immense benefit and hence propose to avail the services of Sri R Srinivasan as an Independent Director.

Sri R Srinivasan is aged more than 75 years and hence his appointment as a Non-Executive Independent Director, requires the approval of members by way of a special resolution, pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended on May 9, 2018.

Except Sri R Srinivasan, being an appointee, none of the Directors / Key Managerial Personnel of the Company and their relatives is concerned or interested in the resolution.

The Board recommends the resolution set forth in Item No.4 of the notice for approval by shareholders.

## **Agenda No. 5**

The Board of Directors of the Company at their meeting held on May 9, 2019 has, subject to the approval of Members, accorded its consent to raise funds through issue of Non-Convertible Debentures (NCDs) / Bonds / Sub-ordinated Debt Instruments to eligible investor(s) on private placement basis, at such terms and conditions and at such price(s) in compliance with the requirements of regulatory authorities, if any and as may be finalized by the Board and / or Committee of Directors. The amount to be raised by way of issue of NCDs on a private placement basis however shall not exceed ₹ 500 Crores (Rupees Five Hundred Crores Only) in aggregate.

The objective of raising funds through issue of debentures is to augment the long-term resources of the Company / to

finance the capital expenditure / business opportunities that may emerge from time to time and / or for general corporate purposes.

The Company may offer or invite subscription for NCDs, in one or more series / tranches on private placement basis. The Company may also list these NCDs in any one or more Stock Exchanges.

Section 42 of the Companies Act, 2013 read with Rule 14(2) of the Companies (Prospectus and Allotment of Securities) Rules, 2014, permits a Company to pass a previous special resolution once in a year for all the offers or invitation for non-convertible debentures to be made during the year through a private placement basis in one or more tranches.

Necessary approvals for borrowings and creation of charges as required under Section 180(1)(c) of the Companies Act, 2013 have already been obtained from the members in the 51<sup>st</sup> Annual General Meeting held on September 22, 2014 upto a limit of Rs 1,000 crores in excess of the aggregate of the paid-up capital and free reserves of the Company. The proposed issue of NCDs are within the above mentioned limits.

The consent of Members is therefore sought for the proposed issue of NCDs, and to authorize the Board (including any Committee of the Board) to issue NCDs on private placement basis, in one or more tranches, during a period of one year from the date of passing this special resolution, with the authority to the Board of Directors / any Committee of the Board to determine the terms and conditions, including the issue price of the NCDs, bonds and / or other debt securities and submit necessary application for listing of NCDs with any one or more Stock Exchanges.

By Order of the Board

**R DILIP KUMAR**

Vice President – Finance &  
Company Secretary

Chennai  
May 9, 2019

**PARTICULARS OF DIRECTORS SEEKING RE-APPOINTMENT (AGENDA NO 2 & 4) AS REQUIRED TO BE FURNISHED UNDER THE SECRETARIAL STANDARD ON GENERAL MEETINGS / REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.**

**AGENDA NO. 2**

Name	Ms Preethi Krishna
Age	54 years
DIN	02037253
Qualification	B.Sc., (Physics), Stella Maris College, M.A. Public Management, University of Madras MBA, (Simon School of Business, University of Rochester, New York, USA.)
Experience	1988-89 – Sundram Fasteners Limited 1991-94 – Whirlpool Corporation, Benton Harbor, USA
Date of first appointment on the Board	July 5, 2017
Shareholding in the Company	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Related to the Chairman / Managing Directors of the Company.
Number of meetings of the Board attended during the year	4 (Four) during the financial year 2018 - 2019 out of 5 meetings 1 (One) during the financial year 2019 - 2020 out of 1 meeting
Other Directorships, Memberships / Chairmanship of Committees of other Boards	TVS Infotech Inc., Director
Nature of expertise in specific functional area	Corporate Strategy and General Management

**AGENDA NO. 4**

Name	Sri R Srinivasan
Age	77 years
DIN	00043658
Qualification	Graduate in Engineering
Experience	Sri R Srinivasan has managerial experience spanning over 52 years. He was the Former Managing Director of Widia India Limited (Now renamed as Kennametal India Limited).
Date of first appointment on the Board	March 6, 1995
Shareholding in the Company	9,200 Equity Shares of ₹ 1/- each (joint-holder)
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Nil



# Sundram Fasteners Limited

Number of meetings of the Board attended during the year	5 (Five) during the financial year 2018 - 2019 out of 5 meetings 1 (One) during the financial year 2019 - 2020 out of 1 meeting	
Other Directorships, Memberships / Chairmanship of Committees of other Boards	Directorship	Committee Membership
	ACE Designers Limited Kirloskar Oil Engines Limited Murugappa Morgan Thermal Ceramics Limited TTK Prestige Limited Yuken India Limited Sterling Abrasives Limited Taegu Tec India Private Limited Indian Machine Tool Manufacturers Association	Audit Committee (Chairman) in Kirloskar Oil Engines Limited. Nomination & Remuneration Committee (Chairman) and Audit Committee (Member) in TTK Prestige Limited. Nomination & Remuneration Committee (Chairman) and Audit Committee (Member) in Yuken India Limited. Audit Committee (Chairman) and Nomination & Remuneration Committee (Member) in Ace Designers Limited. Audit Committee (Chairman) in Sterling Abrasives Limited.
Nature of expertise in specific functional area	Engineering and General Management	

## NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER. **A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total voting share capital of the Company. A member holding more than ten percent of the total voting share capital of the Company may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.**
2. The instrument appointing proxy should be deposited either at the Registered Office of the Company or at the office of the Company's Share Transfer Agents viz. Integrated Registry Management Services Private Limited, Kences Towers, 2<sup>nd</sup> Floor, No.1, Ramakrishna Street, North Usman Road, T Nagar, Chennai - 600 017 at least 48 hours before the commencement of the meeting. Proxy form enclosed.
3. A Statement pursuant to Section 102(1) of the Companies Act, 2013 setting out the material facts in respect of special business in Agenda Nos 3, 4 and 5 of the Notice is annexed hereto.
4. Members desiring any information as regards financial statement are requested to write to the Company at least 7 days before the meeting so as to enable the Management to keep the information ready.
5. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders.
6. Members, holding shares in physical form, are requested to notify / send the following to the Registrar and Share Transfer Agent (Integrated Registry Management Services Private Limited) of the Company:-
  - a) any change in their address / bank mandate
  - b) particulars of their bank account, in case they have not been sent earlier
  - c) nomination in Form SH-13, in duplicate, as provided under Section 72 of the Companies Act, 2013, in case they have not been sent earlier
  - d) share certificate(s) held in multiple accounts in identical names or joint accounts in the same order of names, for consolidation of such shareholdings into one account

7. Members whose shareholding is in electronic mode are requested to notify change in address, if any, and update bank account details to their respective depository participant(s). We also request the members to utilise the Electronic Clearing System (ECS) for receiving dividends.
8. Details of dividend declared by the Company for the financial year 2011-2012 and onwards are given below:

Financial Year	Pay-out	Date of Declaration	Due date for transfer to IEPF
2011-2012	2 <sup>nd</sup> Interim	28-05-2012	04-07-2019
2012-2013	1 <sup>st</sup> Interim	08-11-2012	15-12-2019
2012-2013	2 <sup>nd</sup> Interim	30-05-2013	06-07-2020
2013-2014	1 <sup>st</sup> Interim	01-11-2013	08-12-2020
2013-2014	2 <sup>nd</sup> Interim	29-05-2014	05-07-2021
2014-2015	1 <sup>st</sup> Interim	06-11-2014	13-12-2021
2014-2015	2 <sup>nd</sup> Interim	29-05-2015	05-07-2022
2015-2016	1 <sup>st</sup> Interim	02-11-2015	09-12-2022
2015-2016	2 <sup>nd</sup> Interim	09-03-2016	15-04-2023
2016-2017	Interim	02-11-2016	03-12-2023
2016-2017	Final	24-08-2017	27-09-2024
2017-2018	1 <sup>st</sup> Interim	02-11-2017	09-12-2024
2017-2018	2 <sup>nd</sup> Interim	09-05-2018	15-06-2025
2018-2019	1 <sup>st</sup> Interim	29-10-2018	05-12-2025
2018-2019	2 <sup>nd</sup> Interim	09-05-2019	15-06-2026

Members who have not encashed their dividend warrants in respect of the above period are requested to make their claim(s) by surrendering the uncashed warrants immediately to the Company.

9. Pursuant to the notification of Investor Education and Protection Fund (IEPF) Rules, 2016 by the Ministry of Corporate Affairs (MCA), relating to transfer of shares in respect of which dividend has not been claimed by the shareholders for seven consecutive years or more to IEPF Authority, the Company has transferred 2,19,793 equity shares to the IEPF Authority before the due date with respect to 2<sup>nd</sup> Interim Dividend for the Financial Year 2010-2011 and 1<sup>st</sup> Interim Dividend for the Financial Year 2011-12.
10. Electronic copy of the Annual Report and the Notice of the Annual General Meeting of the Company *inter alia* indicating the process and manner of remote e-voting along with the attendance slip and proxy form are being sent to all the members whose email address are registered with the Company / Depository Participant(s) for communication purposes. For members who have not registered their email address, physical copies of the **abridged version of the Annual Report** and the Notice of the Annual General Meeting are being sent in the permitted modes of dispatch.
11. Members are requested to affix their signatures at the space provided on the Attendance slip and handover the slip at the entrance of the meeting hall. Corporate members are requested to provide a duly certified copy of the board resolution / power of attorney authorizing their representatives to attend and vote at the annual general meeting.
12. Members may also note that the Notice of the Annual General Meeting and the Annual Report will also be available on the Company's website [www.sundram.com](http://www.sundram.com) for download. The physical copies of such documents will also be available at the company's registered office in Chennai for inspection during normal business hours on working days. Members desiring to receive the abridged / full version of the annual report in physical form, even after registering for e-mail mode, may request for the same, upon which reports will be dispatched free of cost. For any communication in this regard, members may send their request letters to [investorshelpdesk@sfl.co.in](mailto:investorshelpdesk@sfl.co.in) / [srirams@integratedindia.in](mailto:srirams@integratedindia.in)