

**VOTING RESULTS**

Name of the Company	S.I.Capital & Financial Services Limited
Record Date	11-02-2022
Total Number of Shareholders as on Record Date	1681
No. of Shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoter	
Public	
No. of Shareholders attended the meeting through Video Conferencing:	Not Applicable
Promoter and Promoter Group	
Public	
No. of resolutions passed	5

**Voting details for the Postal Ballot Voting process held from 16-02-2022 to 17-03-2022**

SLNO	RESOLUTION	Promoter/ Public	1 No. of shares held (1)	2 No. of votes polled (2)	3 % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	4 No. of Votes in favour (4)	5 No. of Votes against (5)	6 % of Votes in favour on votes polled (6)=[(4)/(2)]*100	7 % of Votes against on votes polled (7)=[(5)/(2)]*100	
1	Special Resolution - Alteration of Object Clause of Memorandum of Association of the Company.	Promoter - E-Voting	1610780	1610780	100.000	1610780	0	100.000	0.000	
		Promoter - Poll at AGM		-	-	-	-	-	-	
		Promoter - Ballot by Post		-	-	-	-	-	-	
		Total (A)	1,610,780	1,610,780	100.000	1,610,780	-	100.000	-	
		Public - Institutions - E-Voting	9200	-	-	-	-	-	-	-
		Public - Institutions - Poll at AGM		-	-	-	-	-	-	
		Public - Institutions - Ballot by Post		-	-	-	-	-	-	
		Total (B)	9,200	-	-	-	-	-	-	
		Public - Non Institutions - E-Voting	1380020	250024	18.117	250024	0	100.000	0.000	
		Public - Non Institutions - Poll at AGM		-	-	-	-	-	-	
Public - Non Institutions - Ballot by Post	-	-		-	-	-	-			
Total (C)	1,380,020	250,024	18.117	250,024	-	100.000	-			
Total (A+B+C)	3,000,000	1,860,804	62.027	1,860,804	0	100.000	0.000			
2	Special Resolution - Issue of Equity Shares to Person(s) belonging to Non-Promoter Category on Preferential basis	Promoter - E-Voting	1610780	1610780	100.000	1610780	0	100.000	0.000	
		Promoter - Poll at AGM		-	-	-	-	-	-	
		Promoter - Ballot by Post		-	-	-	-	-	-	
		Total (A)	1,610,780	1,610,780	100.000	1,610,780	-	100.000	-	
		Public - Institutions - E-Voting	9200	-	-	-	-	-	-	-
		Public - Institutions - Poll at AGM		-	-	-	-	-	-	
		Public - Institutions - Ballot by Post		-	-	-	-	-	-	
		Total (B)	9,200	-	-	-	-	-	-	
		Public - Non Institutions - E-Voting	1380020	250024	18.117	250024	0	100.000	0.000	
		Public - Non Institutions - Poll at AGM		-	-	-	-	-	-	
Public - Non Institutions - Ballot by Post	-	-		-	-	-	-			
Total (C)	1,380,020	250,024	18.117	250,024	-	100.000	-			
Total (A+B+C)	3,000,000	1,860,804	62.027	1,860,804	0	100.000	0.000			

3	Special Resolution - Issue of Warrants, Convertible into Equity Shares to Person(s) belonging to Promoter Category and to Person(s) belonging to Non-Promoter Category on Preferential Basis.	Promoter - E-Voting		1610780	100.000	1610780	0	100.000	0.000
		Promoter - Poll at AGM	1610780	-	-	-	-	-	-
		Promoter - Ballot by Post		-	-	-	-	-	-
		Total (A)	1,610,780	1,610,780	100.000	1,610,780	-	100.000	-
		Public - Institutions - E-Voting		-	-	-	-	-	-
		Public - Institutions - Poll at AGM	9200	-	-	-	-	-	-
		Public - Institutions - Ballot by Post		-	-	-	-	-	-
		Total (B)	9,200	-	-	-	-	-	-
		Public - Non Institutions - E-Voting		250024	18.117	250024	0	100.000	0.000
		Public - Non Institutions - Poll at AGM	1380020	-	-	-	-	-	-
		Public - Non Institutions - Ballot by Post		-	-	-	-	-	-
Total (C)	1,380,020	250,024	18.117	250,024	-	100.000	-		
Total (A+B+C)	3,000,000	1,860,804	62.027	1,860,804	0	100.000	0.000		

4	Ordinary Resolution - Approval of Related Party Transaction.	Promoter - E-Voting		-	-	-	-	-	-
		Promoter - Poll at AGM	1610780	-	-	-	-	-	-
		Promoter - Ballot by Post		-	-	-	-	-	-
		Total (A)	1,610,780	-	-	-	-	-	-
		Public - Institutions - E-Voting		-	-	-	-	-	-
		Public - Institutions - Poll at AGM	9200	-	-	-	-	-	-
		Public - Institutions - Ballot by Post		-	-	-	-	-	-
		Total (B)	9,200	-	-	-	-	-	-
		Public - Non Institutions - E-Voting		250024	18.117	250024	0	100.000	0.000
		Public - Non Institutions - Poll at AGM	1380020	-	-	-	-	-	-
		Public - Non Institutions - Ballot by Post		-	-	-	-	-	-
Total (C)	1,380,020	250,024	18.117	250,024	-	100.000	-		
Total (A+B+C)	3,000,000	250,024	8.334	250,024	0	100.000	0.000		

5	Special Resolution - Adoption of new set of Articles of Association of the Company.	Promoter - E-Voting		1610780	100.000	1610780	0	100.000	0.000
		Promoter - Poll at AGM	1610780	-	-	-	-	-	-
		Promoter - Ballot by Post		-	-	-	-	-	-
		Total (A)	1,610,780	1,610,780	100.000	1,610,780	-	100.000	-
		Public - Institutions - E-Voting		-	-	-	-	-	-
		Public - Institutions - Poll at AGM	9200	-	-	-	-	-	-
		Public - Institutions - Ballot by Post		-	-	-	-	-	-
		Total (B)	9,200	-	-	-	-	-	-
		Public - Non Institutions - E-Voting		250024	18.117	250024	0	100.000	0.000
		Public - Non Institutions - Poll at AGM	1380020	-	-	-	-	-	-
		Public - Non Institutions - Ballot by Post		-	-	-	-	-	-
Total (C)	1,380,020	250,024	18.117	250,024	-	100.000	-		
Total (A+B+C)	3,000,000	1,860,804	62.027	1,860,804	0	100.000	0.000		



**K. SREEKRISHNA KUMAR M.COM; MBA; M.PHIL; LL.B; FCS  
PRACTISING COMPANY SECRETARY**

"KRISHNASREE", TC 36/1220 (Old No.TC 35/4165)  
PAZHAYANADAKKAVU, THRISSUR – 680001

Phone: 0487-2444555;2444755  
Mob: 9526444555,9447024445

E-mail: sreekrishnakumarfcs@gmail.com

## Consolidated Scrutinizer's Report

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

To,

The Chairman  
S.I. CAPITAL & FINANCIAL SERVICES LIMITED  
64, MONTIETH ROAD, EGMORE  
CHENNAI-600008, TAMIL NADU

**SUB: Consolidated Scrutinizer's Report on Postal Ballot process conducted through electronic voting system in accordance with Section 108 and Section 110 and other applicable provisions, if any of Companies Act, 2013 read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules,2014**

Dear Sir,

I, CS K.Sreekrishna Kumar of M/s.K SREEKRISHNA KUMAR & CO, Practicing Company Secretaries, has been appointed as the Scrutinizer by the Board of Directors of S.I. CAPITAL & FINANCIAL SERVICES LIMITED (the Company) for the purpose of scrutinizing the Postal Ballot process conducted through electronic voting system in respect of the resolutions mentioned in the Notice of postal ballot dated 15.02.2022 in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as contained in the said notice.

The Management of the Company is responsible to ensure compliance with the requirements of (i) the Act and Rules made thereunder (ii) the MCA Circulars and (iii) the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 relating to the postal ballot (via e-voting) process.

Our responsibility as scrutinizer for the e-voting for resolutions is restricted to making a 'Scrutinizers Report' of the votes cast as "assent" or "dissent" / "for" or "against" for the resolutions as stated in the Postal Ballot Notice, based on the reports generated from the electronic voting service facility provided by the CDSL website.





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I submit my report as under:

1. The company has availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for the conduct of remote e-voting by members.
2. The e-voting period commenced on Wednesday, 16<sup>th</sup> February, 2022 (09:00 IST) and ended on Thursday, 17<sup>th</sup> March, 2022 (17:00 IST).
3. The company has transmitted the Postal Ballot Notice through email to the Members of the Company whose names appeared in the Register of Members/List of Beneficial Owners maintained by the Company / Depositories, as on 11.02.2022.
4. The members of the company holding shares as on the cut-off date i.e. 11.02.2022 were entitled to vote on the proposed resolutions contained in the Notice dated 15.02.2022 through remote e-voting only.
5. At the end of the e-voting period on Thursday, 17<sup>th</sup> March, 2022 at 17:00 IST, the e-voting portal was disabled forthwith.
6. The votes cast through the e-voting process (remote e-voting) were unblocked on Thursday, 17<sup>th</sup> March, 2022 at around 17:15 (IST) in the presence of two witnesses who are not in the employment of the Company.
7. Thereafter, the details containing, inter alia, list of Members who assented or dissented to/voted for or against the resolutions that were put to vote was generated from the e-voting website.
8. The electronic votes recorded from Wednesday, 16<sup>th</sup> February, 2022 (09:00 IST) to Thursday, 17<sup>th</sup> March, 2022 (17:00 IST) being the last date and time fixed by the company for remote e-voting as available on the CDSL website has been considered for my scrutiny.
9. I now submit my consolidated report as under on the results of Postal Ballot process conducted through electronic voting system in respect to the said resolutions.





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**RESOLUTION 1: Alteration of Object Clause of Memorandum of Association**

To alter the object clause of the Memorandum of Association of the company by passing Special Resolution

1. Votes cast in favour of the resolution

Number of members voted	Number of valid votes cast	% of number of valid votes cast
14	1860804	100

2. Votes cast against the resolution

Number of members voted	Number of valid votes cast	% of number of valid votes cast
0	0	0

3. Invalid votes

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Result: The above Special Resolution was passed with requisite majority since more than three fourth of the votes were cast in favour of the resolution.

**RESOLUTION 2: Issue of Equity Shares to Person(s) belonging to Non-Promoter Category on Preferential Basis**

To create, offer, issue and allot on preferential basis up to maximum of 2,00,000 (Two Lakhs Only) equity shares of the Company of the face value of Rs. 10/- (Rupees Ten Only) each at a price of Rs. 25/- to Mr. Anu Thomas Cheriyan by passing Special Resolution

1. Votes cast in favour of the resolution

Number of members voted	Number of valid votes cast	% of number of valid votes cast
14	1860804	100





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2. Votes cast against the resolution

Number of members voted	Number of valid votes cast	% of number of valid votes cast
0	0	0

3. Invalid votes

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Result: The above Special Resolution was passed with requisite majority since more than three fourth of the votes were cast in favour of the resolution.

**RESOLUTION 3: Issue of Warrants, Convertible into Equity Shares to Person(s) belonging to Promoter Category and to Person(s) belonging to Non-Promoter Category on Preferential Basis**

To create, offer, issue and allot, on preferential basis, in one or more tranches, up to maximum of 4,00,000 (Four Lakhs Only) Convertible Warrants at a price of Rs. 25/- (Rupees Twenty-Five Only) To Sharewealth Securities Limited and Mr. Anu Thomas Cheriyan by passing Special Resolution

1. Votes cast in favour of the resolution

Number of members voted	Number of valid votes cast	% of number of valid votes cast
14	1860804	100

2. Votes cast against the resolution

Number of members voted	Number of valid votes cast	% of number of valid votes cast
0	0	0

3. Invalid votes

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Result: The above Special Resolution was passed with requisite majority since more than three fourth of the votes were cast in favour of the resolution.





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**RESOLUTION 4: Approval of Related Party Transaction**

To enter into contract(s)/ arrangement(s)/ transaction(s) with related party by passing Ordinary Resolution

1. Votes cast in favour of the resolution

Number of members voted	Number of valid votes cast	% of number of valid votes cast
13	250024	100

2. Votes cast against the resolution

Number of members voted	Number of valid votes cast	% of number of valid votes cast
0	0	0

3. Invalid votes

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Result: The above Ordinary Resolution was passed with requisite majority since the votes cast in favour exceeds the votes cast against the resolution.

**RESOLUTION 5: Adoption of new set of Articles of Association (AoA)**

To substitute the existing AoA with a new set of regulations based on the model Articles of Association for a company limited by shares contained in Table F of Schedule I of the Companies Act, 2013 by passing Special Resolution

1. Votes cast in favour of the resolution

Number of members voted	Number of valid votes cast	% of number of valid votes cast
14	1860804	100

2. Votes cast against the resolution

Number of members voted	Number of valid votes cast	% of number of valid votes cast
0	0	0





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E-mail: sreekrishnakumarfcs@gmail.com

3. Invalid votes

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Result: The above Special Resolution was passed with requisite majority since more than three fourth of the votes were cast in favour of the resolution.

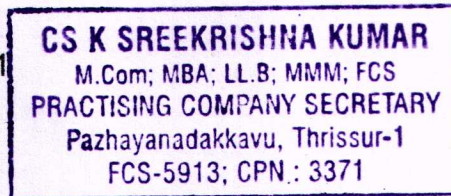
The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Chairman/Company Secretary, for preserving safely after the Chairman considers, approves and signs the minutes of the Postal ballot Voting process.

Thanking you

Yours faithfully,



CS K.SREEKRISHNA KUMAR  
K SREEKRISHNA KUMAR & CO.  
Practising Company Secretaries  
TC 36/1220 (Old No.TC 35/4165),  
Pazhayanadakkavu, Thrissur - 680001



Place: Thrissur

Date: 18.03.2022

UDIN: F005913C002976144



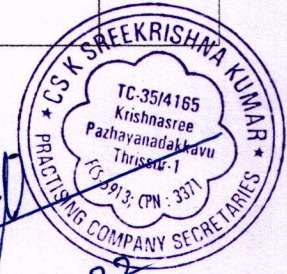
## Annexure

**The following is the summary of remote e-voting results of  
M/s S.I Capital & Financial Services Ltd  
[CIN:L67190TN1994PLC029151]  
relevant to the Postal Ballot Voting process held from Wednesday, 16<sup>th</sup> February, 2022  
to Thursday, 17<sup>th</sup> March , 2022**

SL	SUBJECT MATTER OF THE RESOLUTION	MODE OF VOTING	TOTAL VOTES	ASSENT		DISSENT	
				NO OF VOTES	%	NO OF VOTES	%
1	SPECIAL RESOLUTION  Alteration of Object Clause of Memorandum of Association	REMOTE E-VOTE	1860804	1860804	100	0	0
		COUNT	14	14		0	
2	SPECIAL RESOLUTION  Issue of Equity Shares to Person(s) belonging to Non-Promoter Category on Preferential Basis	REMOTE E-VOTE	1860804	1860804	100	0	0
		COUNT	14	14		0	
3	SPECIAL RESOLUTION  Issue of Warrants, Convertible into Equity Shares to Person(s) belonging to Promoter Category and to Person(s) belonging to Non-Promoter Category on Preferential Basis	REMOTE E-VOTE	1860804	1860804	100	0	0
		COUNT	14	14		0	



4	ORDINARY RESOLUTION  Approval of Related Party Transaction	REMOTE E-VOTE	250024	250024	100	0	0
		COUNT	13	13		0	
5	SPECIAL RESOLUTION  Adoption of new set of Articles of Association (AoA)	REMOTE E-VOTE	1860804	1860804	100	0	0
		COUNT	14	14		0	



*[Handwritten Signature]*  
18.03.2022

**CS K SREEKRISHNA KUMAR**  
M.Com; MBA; LL.B; MMM; FCS  
PRACTISING COMPANY SECRETARY  
Pazhayanadakkavu, Thrissur-1  
FCS-5913; CPN.: 3371