

Date: December 30, 2024

National Stock Exchange of India Limited
Exchange Plaza
C-1, Block G, Bandra Kurla Complex
Bandra (E), Mumbai-400051

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai-400001

Company Symbol: SIS

Company Code: 540673

Dear Sir/Madam,

Sub: Results of the Postal Ballot

We wish to inform you that the Company has sought the approval of the shareholders by way of Postal Ballot through remote e-voting for Alteration of the Articles of Association of the Company, as per the postal ballot notice dated November 25, 2024.

The process of the Postal Ballot through remote e-voting was completed on Sunday, December 29, 2024 (17:00 hrs. IST). Based on the report of the Scrutinizer dated December 30, 2024, the resolution mentioned in the postal ballot notice has been passed by the shareholders through remote e-voting with the requisite majority.

In this regard, we have enclosed the following documents for your information and records:

1. Voting results pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
2. Report of the Scrutinizer dated December 30, 2024.

The voting results, along with the Scrutinizer's report, will be made available on the Company's website at www.sisindia.com.

We request you to take the same on record.

Thanking you.

Yours Faithfully,

For SIS Limited

**Pushpalatha K
Company Secretary**

SIS Limited

| | |
|--|----------------|
| Date of declaration of the results of Postal Ballot and e-voting: | 30-Dec-24 |
| Total number of shareholders on record date (November 25, 2024) | 38418 |
| No. of shareholders present in the meeting either in person or through proxy: | Not applicable |
| Promoters and Promoter Group: | |
| Public: | |
| No. of Shareholders attended the meeting through Video Conferencing | Not applicable |
| Promoters and Promoter Group: | |
| Public: | |

| | | | | | | | | |
|--|---|-------------------------------|--------------------------------|---|-------------------------------------|-----------------------------------|--|--|
| Resolution No. | 01 | | | | | | | |
| Resolution required: (Ordinary/ Special) | Special Alteration of the Articles of Association of the Company. | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]* 100 | % of Votes against on votes polled (7)=[(5)/(2)]* 100 |
| Promoter and Promoter Group | E-Voting | 103,694,013 | 103,258,235 | 99.5797 | 103,258,235 | 0 | 100.0000 | 0.0000 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | | 103,694,013 | 103,258,235 | 99.5797 | 103,258,235 | 0 | 100.0000 |
| Public- Institutions | E-Voting | 26,929,819 | 17,451,341 | 64.8030 | 17,451,341 | 0 | 100.0000 | 0.0000 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | | 26,929,819 | 17,451,341 | 64.8030 | 17,451,341 | - | 100.0000 |
| Public- Non Institutions | E-Voting | 13,534,604 | 329,954 | 2.4379 | 328,728 | 1,226 | 99.6284 | 0.3716 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | | 13,534,604 | 329,954 | 2.4379 | 328,728 | 1,226 | 99.6284 |
| Total | | 144,158,436 | 121,039,530 | 83.9628 | 121,038,304 | 1,226 | 99.9990 | 0.0010 |

REPORT OF SCRUTINIZER

To:

The Chairman

SIS LIMITED

REGD. OFFICE- ANNAPOORNA BHAWAN,

TELEPHONE EXCHANGE ROAD, KURJI,

PATNA- 800 010

I, Sudhir V Hulyalkar, Company Secretary in Practice, having my office at 4th Floor, Prabhas Complex, #27/1, S. Kariyappa Road, Basavanagudi, Bangalore- 560004 have been appointed as the Scrutinizer by the Board of directors of **SIS Limited** (CIN- L75230BR1985PLC002083) by its resolution dated Monday, November 25, 2024 for the purpose of scrutinising the postal ballot process and to submit my report in respect of the following resolution:

Item No. 1: Alteration of the Articles of Association of the Company (Special Resolution):

“RESOLVED THAT pursuant to the provisions of Section 14 of the Companies Act, 2013 and other applicable provisions (including any amendments thereto or re-enactment thereof) and subject to such other approvals, permissions and consents as may be required, the approval of the Members be and is hereby accorded for the alteration of the Articles of Association of the Company (“Articles”) in the manner set out herein below:

To insert the following Article 31 after Article 30:

“31. Notwithstanding anything to the contrary contained in these Articles, pursuant to Regulation 23(6) read along with Regulation 2(1)(r) of Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (“NCS Regulations”), a debenture trustee has the right to nominate any person to be appointed on the Board of the Company in terms of clause (e) of sub-regulation (1) of regulation 15 of the

Sudhir Vishnupant Hulyalkar
Company Secretaries

Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993 and such nominated person shall be appointed as a Director on the Board of Directors of the Company, at the earliest and not later than one month from the date of receipt of nomination from the debenture trustee(s).”

RESOLVED FURTHER THAT the Board be and is hereby authorised to take all requisite, incidental, consequential steps to implement the above resolution and to do all such acts, deeds, matters and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the above resolution.”

As required by Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of Companies (Management and Administration) Rules, 2014, I submit my report as under:

1. I declare and confirm that I am not in the employment of the Company and the Board is of the opinion that I can conduct the postal ballot process in a fair and transparent manner.
2. I have given my consent to act as the scrutinizer for the postal ballot under reference.
3. The notice of Postal Ballot of the Company dated August 02, 2024 was sent through electronic mode to those members whose email address was registered either with the Company or Depositories in accordance with Section 108 and 110 of the Companies Act, 2013 read with Rules made thereunder and also read with the relaxations as notified by with the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, and subsequent circulars issued in this regard, the latest being and General Circular No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs and similar circulars issued by Securities and Exchange Board of India, latest being Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024 dated 3rd October 2024 (hereinafter collectively referred to as ‘Circulars’) in relation to “clarification on passing of ordinary and special resolutions by companies under the Act and the rules made thereunder and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).

4. The notice was also made available on the Company’s website: www.sisindia.com and websites of the Stock Exchanges i.e., BSE Limited, and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on the website of Central Depository Services (India) Limited (“CDSL”) www.evotingindia.com.
5. Members whose names appeared in the Register of Members/Register of Beneficial Owners as on Monday, November 25, 2024 (cut-off date) were entitled to cast their vote through postal ballot by electronic means (remote e-voting) only.
6. In terms of above-mentioned Circulars, the shareholders were provided the facility to cast their vote for this postal ballot by electronic means (e-voting) only through CDSL e-voting platform at <https://www.evotingindia.com>.
7. The voting commenced on Saturday, November 30, 2024 (09.00 A.M. IST) and ended on Sunday, December 29, 2024 (5.00 P.M. IST)
8. Total 197 shareholders have voted through e-voting. The summary of the votes cast through postal ballot process (E voting) is as under:

| PARTICULARS | | FOR | AGAINST | ABSTAIN | INVALID (SEE NOTE 1 BELOW) | TOTAL |
|---------------------|---------------------|--------------|----------------|----------------|---|--------------|
| Resolution 1 | Votes | 12,10,38,304 | 1,226 | 0 | 49,09,329 | 12,59,48,859 |
| | No. of shareholders | 183 | 11 | 0 | 3 | 197 |

Note 1. These votes casted by Corporate/ Institutional shareholders without uploading or submitting the board resolution or power of attorney or authorisation as per the instructions in the notice and as required under Section 113 of the Companies Act, 2013 are considered as invalid.

9. I have scrutinized the votes casted through postal ballot by e-voting and I have maintained registers in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014. The votes which are valid and voted either 'For' or 'Against' are considered for the summary of results. Based upon the same, I submit the summary for result of Postal Ballot as under:

Resolution No. 1:

Alteration of the Articles of Association of the Company (Special Resolution)

i) Voted in favor of the resolution:

| Number of members voted through postal ballot (electronic voting system) | Number of Votes cast (Shares) | % of total number of valid votes cast |
|--|-------------------------------|---------------------------------------|
| 183 | 12,10,38,304 | 100% |

ii) Voted against the resolution:

| Number of members voted through postal ballot (electronic voting system) | Number of Votes cast (Shares) | % of total number of valid votes cast |
|--|-------------------------------|---------------------------------------|
| 11 | 1,226 | 0% |

iii) Invalid votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 3 | 49,09,329 |

10. The register and other documents relating to voting by electronic means shall remain in the safe custody until the Chairman considers, approves, and signs the Minutes and thereafter the same shall be handed over to the Company Secretary for safe keeping.
11. You may accordingly declare the result of the Voting by Postal Ballot.

Place: Bengaluru

Date: 30/12/2024

Thanking You

SUDHIR
VISHNUPANT
HULYALKAR

Digitally signed by SUDHIR
VISHNUPANT HULYALKAR
Date: 2024.12.30 13:05:40
+05'30'

Sudhir Vishnupant Hulyalkar

Company Secretary in Practice

Scrutinizer for Postal Ballot

FCS No: 6040; CP No: 6137

PR. No. 6166/2024

UDIN: F006040F003520485