



Let's talk Forex

Si Capital & Financial Services Limited

Where Forex standards are set, not just met

06.04.2023

To
The General Manager - DCS
Listing Operations – Corporate Service Dept
BSE Limited

Scrip Code: 530907

Dear Sir/ Madam,

Sub: Outcome of the Extra Ordinary General Meeting held on 05th April 2024

In continuation of our intimation dated March 13, 2024, the Extra Ordinary General Meeting of the Company was held on April 05, 2024 and the business mentioned in the Notice was transacted and passed with requisite majority.

In this regard, please find the enclosed:

1. Proceedings as required under the Regulation 30, Part A of Schedule – III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulation”) as Annexure – I;
2. Voting Results as required under Regulation 44(3) of the Listing Regulations as Annexure – II;
3. Report of the Scrutinizer dated April 05, 2024 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 as Annexure – III.

Kindly take the same on record.

For **S.I. Capital & Financial Services Limited**

SREERAM G Digitally signed
by SREERAM G
Date: 2024.04.06
16:40:14 +05'30'

Sreeram Gopinathan Nair
Managing Director
Din: 05143385

Encl: As above

Regd. Office No.27, First Floor, New Scheme Road,
Pollachi, Coimbatore, Tamil Nadu 642001
CIN : L67190TZ1994PLC040490
Tel : 04259 – 233304/05, E-Mail : info@sicapital.co.in
Website : www.sicapital.co.in

SUMMARY OF PROCEEDINGS AT THE EXTRA-ORDINARY GENERAL MEETING OF S.I. CAPITAL & FINANCIAL SERVICES LIMITED HELD ON APRIL 05, 2024 AT 03:00 PM THROUGH VIDEO CONFERENCING/ OTHER AUDIO-VISUAL MEANS

The Extra-Ordinary General Meeting (“AGM”) of S.I.Capital & Financial Services Limited (“the Company”) was held on Friday, April 05, 2024 at 03:00 PM (IST) through Video Conferencing/ Other Audio Visual Means (“VC/OAVM”). Mr. Vinod Manazhy chaired the meeting. The Chairman informed that the EGM was being held through Video Conferencing in accordance with the Circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India. The requisite quorum being present, the Chairman called the meeting to order. He introduced all the Directors of the Company and also confirmed the presence of Key Managerial Personnel, and the Scrutinizer.

The Chairman then welcomed the Shareholders, Directors and Auditors to the meeting and requested Mr. Sujith K Ravindranath, Company Secretary to proceed with the meeting. Mr. Sujith K Ravindranath Company Secretary and Compliance officer of the company informed the members that the Company had provided the remote e-voting facility to all the persons who were members as on the cut-off date i.e. Friday March 29, 2024 for voting on resolutions set out in the notice of EGM. The remote e-voting was kept open from Tuesday, 02nd April, 2024 at 9:00 AM (IST) and till Thursday, 04th April, 2024 at 5:00 PM (IST). Members who have not cast their votes yet through remote e-voting facility and who are participating in this meeting can cast their vote during the EGM. No voting will be allowed once the EGM is over. All the documents referred to in the notice of EGM are available for inspection. As the EGM is being held through video conferencing, the facility for appointment of proxies by the members is not applicable and hence the proxy register is not available for inspection.

He further informed that your Company has appointed M/s. K Sreekrishnakumar & Co, Practicing Company Secretaries as the scrutinizer for the purpose of scrutinizing the E-voting process. The E- voting results declared along with the Scrutinizers’ Report would be placed on the Company’s website, website of RTA and the results would also be communicated to the Stock Exchanges.

The Company Secretary then informed that the Notice of the Extraordinary General Meeting has already been sent by electronic mode to those Members whose e-mail addresses are registered with the Company or Depositories. The same has also been made available on the Company’s website and on the website of the Stock Exchanges. He then with the concurrence of all the members present informed that the notice convening the EGM of the Company was taken as read

The following items were transacted at the meeting.



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Special Business:

1. Issue of Equity Shares to Person(s) belonging to Non-Promoter Category on Preferential Basis as Special Resolution.
2. 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 as Special Resolution.

Since the resolutions were put to remote e-voting from 02nd April, 2024, the procedure of proposing and seconding of resolutions were dispensed with.

The Chairman reminded the members who were present at the EGM and who have not cast their votes on the resolutions through remote e-voting, to vote through CDSL's e-voting system till 30 minutes from the conclusion of the EGM.

Since no shareholders were registered as Speaker Shareholders, question-answer session was dispensed with at the EGM.

CS K Sreekrishna Kumar, Practicing Company Secretary, was appointed by the Board of Directors as the Scrutinizer in order to scrutinize the electronic voting process in a fair and transparent manner. The Chairman authorized the Company Secretary to declare the voting results and place the same on the website of the Company.

A total of 18 members attended the meeting.

The Chairman then thanked the Members and the Board of Directors for their continued support and for attending the Meeting through VC/ OAVM. The meeting was concluded at 03.10 PM.

This summary of the proceedings is being issued pending the approval of EGM Minutes by the Chairman.

SI Capital & Financial Services Ltd

Resolution Required :Special		1 - Issue of Equity Shares to Person(s) belonging to Non-Promoter Category on Preferential Basis.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	1843391	1843391	100.0000	1843391	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1843391	100.0000	1843391	0	100.0000	0.0000
Public Institutions	E-Voting	9200	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	1747409	265533	15.1958	265533	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		265533	15.1958	265533	0	100.0000	0.0000
Total		3600000	2108924	58.5812	2108924	0	100.0000	0.0000

SI Capital & Financial Services Ltd

Resolution Required :Special whether promoter/ promoter group are interested in the agenda/resolution?			Z - 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 Yes					
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	1843391	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	9200	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	1747409	265533	15.1958	265533	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		265533	15.1958	265533	0	100.0000	0.0000
Total		3600000	265533	15.1958	265533	0	100.0000	0.0000



K. SREEKRISHNA KUMAR M.COM; MBA; LL.B; FCS
PRACTICING COMPANY SECRETARY

"KRISHNASREE", TC-36/1220
PAZHAYANADAKKAVU, THRISSUR - 680001

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E-mail: sreekrishnakumarfcs@gmail.com

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]

To,

The Chairman
S.I.CAPITAL & FINANCIAL SERVICES LIMITED
Regd. Off: No. 27, First Floor,
New Scheme Road, Pollachi,
Coimbatore, Tamil Nadu 642001

SUB: Consolidated Scrutinizer's Report on remote e-voting and e-voting conducted during the Extra-Ordinary General Meeting of S.I.CAPITAL & FINANCIAL SERVICES LIMITED (L67190TZ1994PLC040490) held on 05.04.2024.

Dear Sir,

1. Your Company had provided a facility to the shareholders to exercise their votes on the resolution(s), as set out in the Notice of Extra-Ordinary General Meeting (EGM) dated 11.03.2024, by way of Remote e-voting and e-voting conducted during the EGM held on Friday, the 5th day of April, 2024, pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended till date.
2. 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 process of voting through electronic means (e voting) at the said EGM in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as contained in the said notice.
3. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made there under (ii) the MCA Circulars and (iii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the EGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.





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

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4. My responsibility as scrutinizer is restricted to making a Scrutinizer's Report on the votes cast in favour and against the resolution.
5. The company has availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conduct of remote e-voting by members.
6. The remote e-voting period commenced on Tuesday, 2nd April, 2024 and ended on Thursday, 4th April, 2024.
7. The company has also provided e-voting facility to the members present at the meeting through video conferencing or other audio visual means and had not voted earlier.
8. The members of the company holding shares as on the cut-off date i.e. 29TH March 2024, were entitled to vote on the resolutions contained in the Notice.
9. After the closure of the e-voting at EGM the report on remote e-voting prior to and during the EGM was unblocked and counted.
10. I have scrutinized and reviewed the remote e-voting prior to and during the EGM and votes cast therein based on the data downloaded from the CDSL e-voting system.
11. I now submit my consolidated report as under on the results of remote e-voting prior to and during the EGM in respect to the said resolutions.





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

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SPECIAL BUSINESSES:

RESOLUTION 1:

To Issue Equity Shares to Person(s) belonging to Non-Promoter Category on Preferential Basis 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
28	2108924	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

Item 1 (One) of Notice stands passed with requisite majority

RESOLUTION 2:

To Issue Warrants, Convertible into Equity Shares to Person(s) belonging to Promoter Category and to Person(s) belonging to Non-Promoter Category on Preferential Basis 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
27	265533	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





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

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3. Invalid votes

Number of members whose votes were declared invalid	Number of invalid votes cast by them	Remarks
1	1843391	Votes cast by Interested Shareholder(SHAREWEALTH SECURITIES LTD)

Item 2 (Two) of Notice stands passed with requisite majority.

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 EGM.

Thanking you

Yours faithfully,

CS K.SREEKRISHNA KUMAR
K SREEKRISHNA KUMAR & CO.
Practising Company Secretaries
TC-36/1220, Krishnasree,
Pazhayanadakkavu, Thrissur - 680001

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

Place: Thrissur

Date: 05.04.2024

UDIN:F005913F000037395

Annexure

**The following is the summary of e-voting results of
M/s SI Capital & Financial Services Ltd
[CIN: L67190TZ1994PLC040490]
relevant to the E- Voting process held from 2nd April, 2024 to 5th April, 2024**

SL	SUBJECT MATTER OF THE RESOLUTION	MODE OF VOTING	TOTAL VOTES	ASSENT		DISSENT	
				NO OF VOTES	%	NO OF VOTES	%
1	SPECIAL RESOLUTION To Issue Equity Shares to Person(s) belonging to Non-Promoter Category on Preferential Basis	REMOTE E-VOTE	2108924	2108924	100	0	0
		COUNT	28	28			
		EGM E-VOTE	0	0		0	
		COUNT	0	0			
		VOTES	2108924	2108924	100	0	0
	TOTAL	COUNT	28	28			
2	SPECIAL RESOLUTION To Issue 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	265533	265533	100	0	0
		COUNT	27	27			
		EGM E-VOTE	0	0		0	
		COUNT	0	0			
		VOTES	265533	265533	100	0	0
	TOTAL	COUNT	27	27			

