

Date: July 7, 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

NSE Symbol: SIS BSE Code: 540673

Dear Sir/Madam,

# Sub: Scrutiniser's Report and Voting results of 40th Annual General Meeting

We wish to inform you that the 40<sup>th</sup> Annual General Meeting ("AGM") of the Members of the Company was held on July 6, 2024 at Hotel Maurya, Fraser Road, Patna- 800 001 and the business mentioned in the Notice dated May 21, 2024 was transacted.

In this regard, please find the enclosed the following:

- 1. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. All resolutions as set out in the Notice dated 40<sup>th</sup> AGM are passed with requisite majority.
- 2. Report of the Scrutiniser dated July 6, 2024 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration), Rules 2014.

This is for your information and records.

Thanking you.

Yours Sincerely, For SIS Limited

Pushpalatha K Company Secretary

Date of the AGM	06-Jul-24
Total number of shareholders on record date (July 1, 2024)	34431
No. of shareholders present in the meeting either in person or	54
through proxy:	
Promoters and Promoter Group:	4
Public:	50
No. of Shareholders attended the meeting through Video	Not Applicable
Conferencing	
Promoters and Promoter Group:	
Public:	

Resolution No.	01							
Resolution required: (Ordinary/	Ordinary							
Special)	To receive, consider and adopt the	ne audited financia	I statements of	the Company (inc	luding the audite	ed consolidate	ed financial sta	atements) for
	the financial year ended March 3	ne financial year ended March 31, 2024, together with the reports of the Board of Directors and the Auditors thereon.						
Whether promoter/ promoter group	No							
are interested in the								
agenda/resolution?								
Category	Mode of Voting	No. of	No. of	% of	No. of	No. of	% of	% of Votes
		shares held	votes polled	Votes	Votes - in	Votes -	Votes in	against on
		(1)	(2)	Polled	favour	against	favour on	votes polled
				on	(4)	(5)	votes	(7)=[(5)/(2)]*1
				outstanding			polled	00
				shares			(6)=[(4)/(2)]*	
				(3)=[(2)/(1)]*			100	
				100				
Promoter and Promoter Group	E-Voting		10,32,59,617	99.9372	10,32,59,617	0	100.0000	0.0000
	Poll	10,33,24,469	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	10,33,24,469	10,32,59,617	99.9372	10,32,59,617	0	100.0000	0.0000
Public- Institutions	E-Voting		2,59,12,710	91.5411	2,59,12,710	0	100.0000	0.0000
	Poll	2,83,07,181	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	2,83,07,181	2,59,12,710	91.5411	2,59,12,710	0	100.0000	0.0000
Public- Non Institutions	E-Voting		2,142	0.0171	1,787	355	83.4267	16.5733
	Poll	1,24,98,199	1,14,287	0.9144	1,14,287	0	100.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	1,24,98,199	1,16,429	0.9316	1,16,074	355	99.6951	0.3049
Total		14,41,29,849	12,92,88,756	89.7030	12,92,88,401	355	99.9997	0.0003

Date of the AGM	06-Jul-24
Total number of shareholders on record date (July 1, 2024)	34431
No. of shareholders present in the meeting either in person or	54
through proxy:	
Promoters and Promoter Group:	4
Public:	50
No. of Shareholders attended the meeting through Video	Not Applicable
Conferencing	
Promoters and Promoter Group:	
Public:	

Resolution No.	02							
Resolution required: (Ordinary/ Special)	Ordinary To appoint a director in place of Mrs. Rita Kishore Sinha (DIN: 00945652), who retires by rotation and being eligible, offers herself for reappointment.							
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)]*	No. of Votes – in favour (4)	No. of Votes – against (5)	Votes in favour on	. 5
Promoter and Promoter Group	E-Voting		10,32,59,617	99.9372	10,32,59,617	0	100.0000	0.0000
•	Poll	10,33,24,469	-	-	-	-	-	-
	Postal Ballot (if applicable)	1 [	-	-	-	-	-	-
	Total	10,33,24,469	10,32,59,617	99.9372	10,32,59,617	0	100.0000	0.0000
Public- Institutions	E-Voting		2,59,37,252	91.6278	1,94,98,694	64,38,558	75.1764	24.8236
	Poll	2,83,07,181	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	2,83,07,181	2,59,37,252	91.6278	1,94,98,694	64,38,558	75.1764	24.8236
Public- Non Institutions	E-Voting		2,142	0.0171	1,558	584	72.7358	27.2642
	Poll	1,24,98,199	1,14,287	0.9144	1,14,287	0	100.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	1,24,98,199	1,16,429	0.9316	1,15,845	584	99.4984	0.5016
Total		14,41,29,849	12,93,13,298	89.7200	12,28,74,156	64,39,142	95.0205	4.9795

Date of the AGM	06-Jul-24
Total number of shareholders on record date (July 1, 2024)	34431
No. of shareholders present in the meeting either in person or	54
through proxy:	
Promoters and Promoter Group:	4
Public:	50
No. of Shareholders attended the meeting through Video	Not Applicable
Conferencing	
Promoters and Promoter Group:	
Public:	

Resolution No.	03							
Resolution required: (Ordinary/	Ordinary							
Special)	To appoint a director in place of N	o appoint a director in place of Ms. Rivoli Sinha (DIN: 05124090), who retires by rotation and being eligible, offers herself for re-appointment.						
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)]*	No. of Votes – in favour (4)	No. of Votes – against (5)	Votes in favour on	votes polled (7)=[(5)/(2)]*1 00
Promoter and Promoter Group	E-Voting		10,32,59,617	99.9372	10,32,59,617	0	100.0000	0.0000
	Poll	10,33,24,469	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	10,33,24,469	10,32,59,617	99.9372	10,32,59,617	0	100.0000	0.0000
Public- Institutions	E-Voting		2,59,37,252	91.6278	2,49,18,086	10,19,166	96.0706	3.9294
	Poll	2,83,07,181	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	2,83,07,181	2,59,37,252	91.6278	2,49,18,086	10,19,166	96.0706	3.9294
Public- Non Institutions	E-Voting		2,142	0.0171	1,558	584	72.7358	27.2642
	Poll	1,24,98,199	1,14,287	0.9144	1,14,287	0	100.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	1,24,98,199	1,16,429	0.9316	1,15,845	584	99.4984	0.5016
Total		14,41,29,849	12,93,13,298	89.7200	12,82,93,548	10,19,750	99.2114	0.7886

Date of the AGM	06-Jul-24
Total number of shareholders on record date (July 1, 2024)	34431
No. of shareholders present in the meeting either in person or	54
through proxy:	
Promoters and Promoter Group:	4
Public:	50
No. of Shareholders attended the meeting through Video	Not Applicable
Conferencing	
Promoters and Promoter Group:	
Public:	

Resolution No.	04							
Resolution required: (Ordinary/	Special				(5.11. 00.4==0=			_
Special)	To consider and approve the rev	ision in the remun	eration of Mr. Riti	uraj Kishore Sinh	a (DIN: 0047725)	6), Managing	Director of th	ie Company.
Whether promoter/ promoter group	No							
are interested in the								
agenda/resolution?		1					I	1
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding	No. of Votes – in favour (4)	No. of Votes – against (5)	Votes in favour on	against on votes polled (7)=[(5)/(2)]*1
				shares (3)=[(2)/(1)]* 100			(6)=[(4)/(2)]* 100	
Promoter and Promoter Group	E-Voting		10,32,59,617	99.9372	10,32,59,617	0	100.0000	0.0000
_	Poll	10,33,24,469	-	-	-	-	-	_
	Postal Ballot (if applicable)	] [	-	-	-	-	-	_
	Total	10,33,24,469	10,32,59,617	99.9372	10,32,59,617	0	100.0000	0.0000
Public- Institutions	E-Voting		2,59,37,252	91.6278	2,59,37,252	0	100.0000	0.0000
	Poll	2,83,07,181	-	-	-	-	_	_
	Postal Ballot (if applicable)		-	-	-	-	_	_
	Total	2,83,07,181	2,59,37,252	91.6278	2,59,37,252	0	100.0000	0.0000
Public- Non Institutions	E-Voting		2,142	0.0171	1,554	588	72.5490	27.4510
	Poll	1,24,98,199	1,14,287	0.9144	1,14,287	0	100.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-		-
	Total	1,24,98,199	1,16,429	0.9316	1,15,841	588	99.4950	0.5050
Total		14,41,29,849	12,93,13,298	89.7200	12,93,12,710	588	99.9995	0.0005

Date of the AGM	06-Jul-24
Total number of shareholders on record date (July 1, 2024)	34431
No. of shareholders present in the meeting either in person or	54
through proxy:	
Promoters and Promoter Group:	4
Public:	50
No. of Shareholders attended the meeting through Video	Not Applicable
Conferencing	
Promoters and Promoter Group:	
Public:	

Resolution No.	05							
Resolution required: (Ordinary/	Special							
Special)	To consider and approve the revi	sion in the remune	eration of Mr. An	vind Kumar Prasa	ad (DIN: 0286527	73), Whole Tii	me Director (c	lesignated as
	Director Finance) of the Company	y.						
Whether promoter/ promoter group	No							
are interested in the								
agenda/resolution?								
Category	Mode of Voting	No. of	No. of	% of	No. of	No. of	% of	% of Votes
		shares held	votes polled	Votes	Votes - in	Votes -	Votes in	against on
		(1)	(2)	Polled	favour	against	favour on	votes polled
				on	(4)	(5)	votes	(7)=[(5)/(2)]*1
				outstanding			polled	00
				shares			(6)=[(4)/(2)]*	
				(3)=[(2)/(1)]*			100	
				100				
Promoter and Promoter Group	E-Voting		10,32,59,617	99.9372	10,32,59,617	0	100.0000	0.0000
	Poll	10,33,24,469	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	10,33,24,469	10,32,59,617	99.9372	10,32,59,617	0	100.0000	0.0000
Public- Institutions	E-Voting		2,59,37,252	91.6278	2,59,37,252	0	100.0000	0.0000
	Poll	2,83,07,181	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	2,83,07,181	2,59,37,252	91.6278	2,59,37,252	0	100.0000	0.0000
Public- Non Institutions	E-Voting		2,142	0.0171	1,654	488	77.2176	22.7824
	Poll	1,24,98,199	1,14,287	0.9144	1,14,287	0	100.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	1,24,98,199	1,16,429	0.9316	1,15,941	488	99.5809	0.4191
Total		14,41,29,849	12,93,13,298	89.7200	12,93,12,810	488	99.9996	0.0004



Practicing Company Secretary
113, Grand Plaza,
Frazer Road, Patna-800001
Email: suryakant\_csf@rediffmail.com
Contact No. 09304534667

#### REPORT OF SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
SIS LIMITED
(CIN- L75230BR1985PLC002083)
REGD. OFFICE- ANNAPOORNA BHAWAN, TELEPHONE EXCHANGE ROAD, KURJI,
PATNA- 800010
40<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of
SIS Limited held on Saturday, July 6<sup>th</sup>, 2024, at 12:00 Noon (IST) at
Hotel Maurya, Fraser Road, Patna – 800 001, Bihar

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 and voting by poll conducted during the 40<sup>th</sup>Annual General Meeting ("AGM") of SIS Limited held on Saturday, July 6th, 2024, at 12:00 Noon (IST) at Hotel Maurya, Fraser Road, Patna – 800 001, Bihar.

I, Suryakant Kumar, Practicing Company Secretary, appointed as the Scrutinizer by the Board of Directors of SIS Limited (the Company), at its meeting held on Tuesday, May 21, 2024, pursuant to Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, to conduct the e-voting process (remote e-voting) and voting by poll at the AGM in respect of the resolutions placed before the members at the 40<sup>th</sup> AGM of the Company held on Saturday, July 6<sup>th</sup>, 2024, at 12:00 Noon(IST), submit my report as under:

- The notice dated June 12, 2024, along with statement setting out material facts under Section 102 of the Companies Act, 2013, were sent to the members in respect of the resolutions placed at the AGM of the Company.
- 2. The Company had availed the remote e-voting facility offered by Central Depository Services (India) Limited ("CDSL") for providing remote e-voting to the Members.

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Suryakant Kumar
Practicing Company Secretary
113, Grand Plaza,
Frazer Road, Patna-200001
Email: suryakant\_csf@rediffmail.com
Contact No. 99394534667

- The Company has also provided voting facility by poll to the members present at the AGM, who did not cast their vote earlier through remote e-voting facility.
- The Members of the Company holding shares as on July 1st 2024 ("cut-off date") were entitled to vote on the resolutions set out in the Notice of AGM.
- The remote e-voting period remained open from Wednesday, July 3, 2024 (IST 09:00 a.m.) and ended on Friday, July 05, 2024 (IST 05:00 p.m.)
- After the time fixed for the voting at the meeting by the Chairman, ballot box kept for polling was locked in my presence.
- 7. The locked poll box was subsequently opened in my presence and poll papers were diligently scrutinized by me. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
- Thereafter, the votes cast through remote e-voting were unblocked by me in the presence
  of two witnesses not in the employment of the Company and I have scrutinized and
  reviewed the remote e-voting and votes tendered therein based on the data downloaded
  from the e-voting system of CDSL.
- 9. The compliance with the provisions of the Companies Act, 2013 and the rules made thereunder relating to voting through electronic means (by remote e-voting) and voting by poll at the AGM is the responsibility of the Management. My responsibility as a Scrutinizer is to ensure that the voting process, both through remote e-voting and poll at the meeting are conducted in a fair and transparent manner and render consolidated Scrutinizers' Report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the e-voting system of CDSL and voting by poll at the meeting.





# Suryakant Kumar Practicing Company Secretary 113, Grand Plaza, Frazer Road, Patna-800001 Email: suryakant\_csf@rediffmail.com Contact No. 09304534667

I now submit my consolidated report on the result of the remote e-voting and e-voting at the meeting in respect of the resolutions mentioned below:

# Resolution No. 1 - Ordinary Resolution

To receive, consider and adopt the audited financial statements of the Company (including the audited consolidated financial statements) for the financial year ended March 31, 2024, together with the reports of the Board of Directors and the Auditors thereon.

#### (i) Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	120	12,91,74,114	
Voting by poll	46	1,14,287	
Total	166	12,92,88,401	99.99%

#### (ii) Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	1	355	
Voting by poll	0	0	
Total	1	355	0.01%

Number of votes cast by
Them
150





Practicing Company Secretary 113, Grand Plaza, Frazer Road, Patna-800001

Email: suryakant\_csf@rediffmail.com Contact No. 09304534667

## Resolution No. 2 - Ordinary Resolution

To appoint a Director in place of Mrs. Rita Kishore Sinha (DIN: 00945652), who retires by rotation and being eligible, offers himself for re-appointment.

## (i) Voted in favour of the resolution:

Mode of Voting	Number of	Number of votes	% of total
A Sec. 19	members voted	cast by them	number of valid votes cast
E-Voting	75	12,27,59,869	
Voting by poll	46	1,14,287	
Total	121	12,28,74,156	95.02%

# (ii) Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	48	64,39,142	
Voting by poll	0	0	par Parada d
Total	48	64,39,142	4.98%

Number of members whose votes were declared invalid	Number of votes cast bythem
1	150





Practicing Company Secretary 113, Grand Plaza,

Frazer Road, Patna-800001

Email: suryakant\_csf@rediffmail.com Contact No. 09304534667

## Resolution No. 3 - Ordinary Resolution

To appoint a Director in place of Ms. Rivoli Sinha (DIN: 05124090), who retires by rotation and being eligible, offers himself for re-appointment.

# (i) Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	88	12,81,79,261	
Voting by poll	46	1,14,287	
Total	134	12,82,93,548	99.21%

## (ii) Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total Number of valid votes cast
E-Voting	38	10,19,750	
Voting by poll	0	0	
Total	38	10,19,750	0.79%

Number of members whose votes were declared invalid	Number of votes cast bythem
1	150





Practicing Company Secretary
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Frazer Road, Patna-800001
Email: suryakant\_csf@rediffmail.com
Contact No. 09304534667

#### Resolution No. 4 - SPECIAL BUSINESS:

To consider and approve the revision in the remuneration of Mr. Rituraj Kishore Sinha (DIN: 00477256), Managing Director of the Company.

# (i) Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	116	12,91,98,423	
Voting by poll	46	1,14,287	
Total	162	12,93,12,710	99.99%

### (ii) Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total Number of valid votes cast
E-Voting	6	588	
Voting by poll	0	0	
Total	6	588	0.01%

Number of members whose votes were declared invalid	Number of votes cast bythem
1	150





Practicing Company Secretary
113, Grand Plaza,
Frazer Road, Patna-800001
Email: suryakant\_csf@rediffmail.com
Contact No. 09304534667

Resolution No. 5 - SPECIAL BUSINESS:

To consider and approve the revision in the remuneration of Mr. Arvind Kumar Prasad (DIN: 02865273), Whole Time Director (designated as Director Finance) of the Company.

# (i) Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total umber of valid votes cast
E-Voting	117	12,91,98,523	
Voting by poll	46	1,14,287	
Total	163	12,93,12,810	99.99 %

# (ii) Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total Number of valid votes cast
E-Voting	5	488	
Voting by poll	0	0	
Total	5	488	0.01%

#### (iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast bythem
1	150

10. The registers and all other papers relating to voting by electronic means and poll papers shall remain in my custody until the Chairman considers, approves, and signs the minutes and thereafter the same shall be handed over to the Company Secretary for preserving safely.

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Practicing Company Secretary
113, Grand Plaza,
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Email: suryakant\_csf@rediffmail.com
Contact No. 09304534667

Thanking you Syours Sincerely,

Suryakant Kumar

ACS 27610, CP No. 10207

Scrutinizer

Date : 06-07-2024

Place : Patna

UDIN : A027610F000685586

Witnesses:

1. Name: Varsha Singh

Signature:

2. Name: Amisha Roy

Signature: Amisha koy