



SMIFS CAPITAL MARKETS LIMITED

September 28, 2015

The Secretary
BSE Limited
PhirozeJeejeebhoy Towers
Dalal Street
Mumbai 400 001

Dear Sir,

Re: AGM of the Company held on September 26, 2015 at 10.00 a.m.

Sub: Revised Details of the Voting Results as per Clause 35A of the Listing Agreement

This is to inform you that we had already submitted the Voting Results as per Clause 35A of the Listing Agreement. The report submitted by the Company as per Clause 35A was based on the report submitted by the Scrutinizer of the Company. There were some errors from the Scrutinizer's end. We are therefore again forwarding you the Revised Voting Results as per Clause 35A of the Listing Agreement.

Kindly consider the same and oblige.

Yours Faithfully
For SMIFS CAPITAL MARKETS LIMITED

Poonam Bhatia

(Poonam Bhatia)
Company Secretary-cum- Senior Manager Legal



Information pursuant to Clause 31(d) and 35A of the Listing Agreement- Proceedings at the Annual General Meeting

Pursuant to Clause 31(d) read with Clause 35A of the Listing Agreement, the requisite information relating to the Annual General Meeting (AGM) of the Company, held on Saturday, 26th September, 2015 at 10.00 a.m. at Rrangoli Banquet Hall, 'Vaibhav', 4, Lee Road, Ground Floor, Kolkata - 700 020, is furnished below:

Date of the AGM	26th September, 2015
Total Number of Shareholders on record date	1428
No. of Shareholders present in the meeting either in person or through proxy <ul style="list-style-type: none">• Promoters & Promoter Group• Public	7 275
No. of Shareholders present in the meeting through Video Conferencing <ul style="list-style-type: none">• Promoters & Promoter Group• Public	N.A.

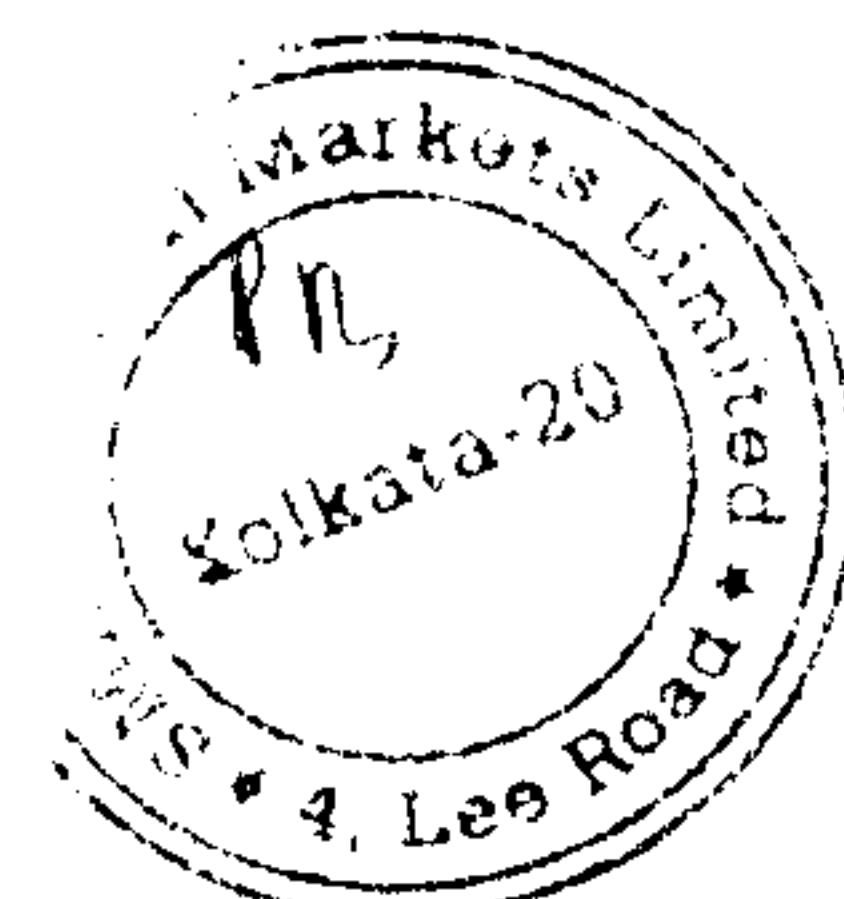


SMIFS CAPITAL MARKETS LIMITED - CIN No: L74300WB1983PLC036342							
Clause 35A (Physical & E-voting)							
Resolution No. 1							
Promoter / Public	No. of Shares Held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes in favour (4)	No. of votes against (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	2595711	2493261	96.05	2493261	0	100	0
Public Institutional Holders	596997	550000	92.13	550000	0	100	0
Public-Others	2392292	1039334	43.45	1038446	888	99.92	0.08
Total	5585000	4082595	73.10	4081707	888	99.98	0.02

SMIFS CAPITAL MARKETS LIMITED- CIN No: L74300WB1983PLC036342							
Clause 35A (Physical & E-voting)							
Resolution No. 2							
Promoter / Public	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	2595711	2493261	96.05	2493261	0	100	0
Public Institutional Holders	596997	550000	92.13	550000	0	100	0
Public-Others	2392292	1039334	43.45	1038446	888	99.92	0.08
Total	5585000	4082595	73.10	4081707	888	99.98	0.02

SMIFS CAPITAL MARKETS LIMITED- CIN No: L74300WB1983PLC036342							
Clause 35A (Physical & E-voting)							
Resolution No. 3							
Promoter / Public	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	2595711	2493261	96.05	2400661#	0	96.28	0
Public Institutional Holders	596997	550000	92.13	550000	0	100	0
Public-Others	2392292	1039334	43.45	1038446	888	99.92	0.08
Total	5585000	4082595	73.10	3989107	888	97.71	0.02

related party's vote of 96200 shares has been held as invalid by the scrutinizer, thus resulting in the percentage not adding up to 100.



SMIFS CAPITAL MARKETS LIMITED- CIN No: L74300WB1983PLC036342							
Clause 35A (Physical & E-voting)							
Resolution No. 4							
Promoter / Public	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	2595711	2493261	96.05	2493261	0	100	0
Public Institutional Holders	596997	550000	92.13	550000	0	100	0
Public-Others	2392292	1039334	43.45	1038446	888	99.92	0.08
Total	5585000	4082595	73.10	4081707	888	99.98	0.02

SMIFS CAPITAL MARKETS LIMITED- CIN No: L74300WB1983PLC036342							
Clause 35A (Physical & E-voting)							
Resolution No. 5							
Promoter / Public	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	2595711	2493261	96.05	2493261	0	100	0
Public Institutional Holders	596997	550000	92.13	550000	0	100	0
Public-Others	2392292	1039334	43.45	1038446	888	99.92	0.08
Total	5585000	4082595	73.10	4081707	888	99.98	0.02



K. ARUN & CO.

Company Secretaries

26th September, 2015

Mr. Utsav Parekh
Chairman
SMIFS CAPITAL MARKETS LIMITED
'Vaibav', 4F, 4, Lee Road,
KOLKATA – 700020.

Sub: Consolidated Scrutinizer's Report on voting through Remote E-voting and Polling Paper conducted pursuant to the provisions of Sections 108 and 109 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014

I, Arani Guha, Partner of M/s K Arun & Co., Practicing Company Secretaries, appointed by the Board of Directors of **SMIFS CAPITAL MARKETS LIMITED** (the Company) to act as the Scrutinizer for the purpose of scrutinizing the voting process through Remote E-voting and Poll conducted pursuant to the provisions of Sections 108 and 109 of the Companies Act, 2013 ("Act") read with Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement, in respect of the Resolutions mentioned in the Annual General Meeting (AGM) Notice dated 27th May 2015.

The Management of the Company is responsible to ensure the compliance with the requirements of the Sections 108 and 109 of the Act read with Companies (Management and Administration) Rules, 2014. My responsibility as a Scrutinizer is only to the extent of making Scrutinizer Report for ascertaining the votes cast in "favour" or "against" for respective resolutions of the AGM Notice.

A person whose name was recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. 19th September 2015 was entitled to vote on the resolutions of the AGM Notice.

Certified True Copy

FOR SMIFS CAPITAL MARKETS LIMITED

Arani Guha
(F. No. 12345678)
COMPANY SECRETARY
CUM-SENIOR MEMBER

The Company had engaged the services of Central Depositories (Services) India Limited (CDSL) for providing remote e-voting facility and the service providers had set up the remote e-voting facility on their website <https://www.evotingindia.com/>

The Service Providers have provided a system for recording the electronic votes of the shareholders on all the items of the business sought to be transacted at the AGM. The shareholders who were present on 26th September 2015 at the venue of the meeting and had not opted to vote through the remote e-voting were provided with the facility to exercise their vote through Poll.

I hereby submit my Report as under:

- 1 The period for remote e-voting had commenced at 10.00 a.m. on Tuesday, 22nd September 2015 and closed at 5.00 p.m. on Friday, 25th September 2015. At the end of the remote e-voting period, the facility was blocked by the Service Provider.
- 2 At the venue of the AGM, the empty Ballot Box kept for voting through Poll was locked in my presence and members who were present at the meeting. The locked Ballot Box upon completion of the voting was unlocked in my presence. After the conclusion of the counting of votes through Poll Papers, the votes cast through remote e-voting were unblocked in presence of 2 witnesses Mr. Priyarup Mukherjee and Mrs. Mamata Chakraborty who are not in the employment of the Company. The results of remote e-voting are based on the reports generated from Service Provider website <https://www.evotingindia.com/>.
- 3 We have collated the votes downloaded from the remote e-voting and Poll papers to declare the final results for each of the resolution forming part of the AGM Notice and to ascertain the number of shares voted in "Favour" or "Against". The members who have abstained from the voting during the aforesaid voting process have not been considered in preparation of the Consolidated Report. The Poll Papers which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

I hereby submit Consolidated Scrutinizer's Report as per the provisions of Section 108 and 109 of the Act and Clause 35B of the Listing Agreement containing the results of each of the resolutions of the AGM as detailed in **Annexure A**.

I hereby confirm that the Registers and Records generated from the e-voting platform of the Service Provider including Registers maintained in respect of votes cast through Remote e-voting and Poll are being maintained in the electronic form.

The Registers and all other records/ papers relating to Remote e-voting and Poll shall remain in our custody till the Chairman considers, approves and signs the AGM Minutes and thereafter the same shall be returned.



Certified True Copy
For SMIFS CAPITAL MARKETS LIMITED
SMIFS CAPITAL MARKETS LIMITED

Poonam Bhatia


(POONAM BHATIA)
COMPANY SECRETARY
CUM SENIOR MANAGER
CUM SENIOR MANAGER

You may accordingly declare the Result of Voting for each Resolution of the AGM Notice as detailed in the attachment and marked as **Annexure-A**.

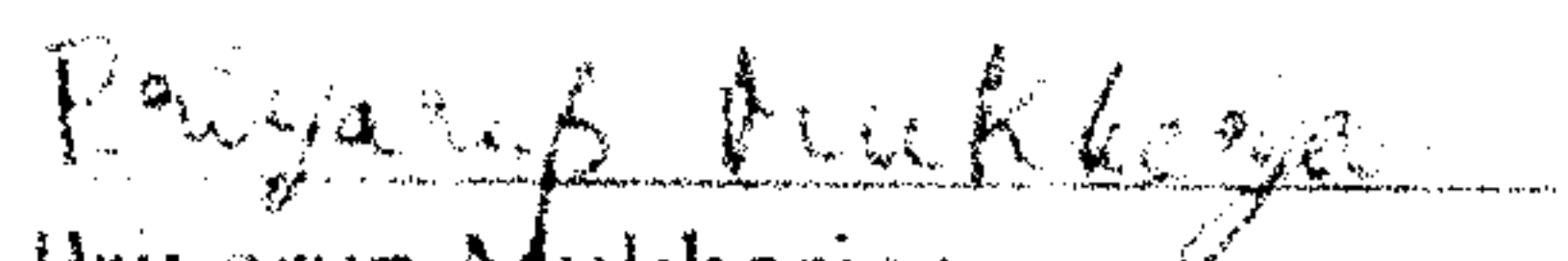
Thanking you,


Place: Kolkata
Dated: 26.09.2015


For K ARUN & CO
Company Secretaries

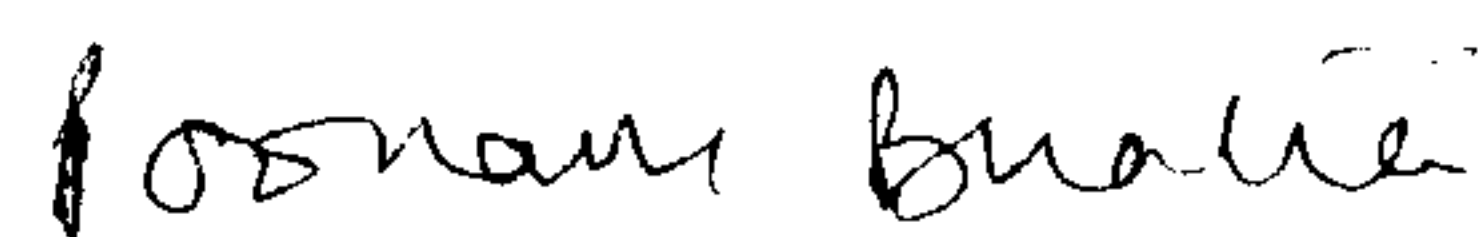

(ARANI GUHA)
Partner
C.P. No. 9573

We, the undersigned witnesses that the votes in respect of e-voting of shareholders of SMIFS CAPITAL MARKETS LIMITED were unblocked from e-voting website of Central Depositories (Services) India Limited (CDSL) in our presence at 2.30 p.m. on 26th September, 2015.


Priyarup Mukherjee
18/2, Rafi Ahmed Kidwai Road,
Dum Dum, Kolkata-700 005


Mamata Chakraborty
Balaka Abasan, P.O. Joka
Kolkata - 700 104

Countersigned by
For SMIFS CAPITAL MARKETS LIMITED

Utsav Parekh
Chairman
DIN: 00027642

Certified True Copy
For SMIFS CAPITAL MARKETS LIMITED

(POONAM PHATIA)
COMPANY SECRETARY
CUM-SENIOR MANAGER LEGAL

Annexure-A

Particulars	Number of Members voted through Remote E-voting	Number of Remote E-votes casted	Number of Members voted through Poll	Number of votes casted by Poll	Total No. of votes cast through Remote-voting and Ballot Papers	% of total number of valid votes cast
Item No.1 : Ordinary Resolution to receive, consider and adopt the Audited Balance Sheet of the Company as at March 31, 2015, the Statement of Profit & Loss and the Cash Flow Statements for the year ended on that date and the Reports of the Board of Directors' and Auditors' thereon.	1	2	3	4	2+4=5	6
Voted in favour of the resolution	27	2406950	40	1673776	4080726	99.980
Voted against the resolution	4	245	2	643	888	0.020
Total	31	2407195	42	1674419	4081614	100.00
Invalid /Abstain votes	0	0	13	1226	1226	N.A.

Item No. 2 : Ordinary Resolution to declare dividend for the year ended 31st March, 2015

Voted in favour of the resolution	27	2406950	40	1673776	4080726	99.980
Voted against the resolution	4	245	2	643	888	0.020
Total	31	2407195	42	1674419	4081614	100.00
Invalid /Abstain votes	0	0	13	1226	1226	N.A.

Item No. 3 : Ordinary Resolution to appoint Director in place of Mr. Utsav Parekh, who retires by rotation and being eligible, offers himself for re-appointment.

Voted in favour of the resolution #	26	2310750	40	1673776	3984526	99.980
Voted against the resolution	4	245	2	643	888	0.020
Total	30	2310995	42	1674419	3985414	100.00
Invalid /Abstain votes	1	96200	13	1226	97426	N.A.

Excludes Votes of Related Party as required to be excluded for the purpose of voting as per relevant legal provisions

Item No.4 : To appoint Auditors to hold office from conclusion of the Thirty Second Annual General Meeting until the conclusion of the Thirty Third Annual General Meeting and to authorize the Board to fix their remuneration.

Voted in favour of the resolution	27	2406950	40	1673776	4080726	99.980
Voted against the resolution	4	245	2	643	888	0.020
Total	31	2407195	42	1674419	4081614	100.00
Invalid /Abstain votes	0	0	13	1226	1226	N.A.

Certified True Copy

For SMIFS CAPITAL MARKETS LIMITED

Poonam Bhatia
 (POONAM BHATIA)
 COMPANY SECRETARY
 CUM-SENIOR MANAGER LEGAL

Item No.5 : Special Resolution for Reappointment of Mr. Kishor Shah, as Managing Director of the Company

Voted in favour of the resolution	27	2406950	40	1673776	4080726	99.980
Voted against the resolution	4	245	2	643	888	0.020
Total	31	2407195	42	1674419	4081614	100.00
Invalid /Abstain votes	0	0	13	1226	1226	N.A.

Place: Kolkata
Dated: 26.09.2015

For K ARUN & CO
Company Secretaries

Arani Guha
(ARANI GUHA)
Partner
C.P. No. 9573

Certified True Copy

FOR SMIFS CAPITAL MARKETS LIMITED

Poonam Bhatia
(POONAM BHATIA)
COMPANY SECRETARY
CUM-SENIOR MANAGER LEGAL