



SMIFS CAPITAL MARKETS LIMITED

June 03, 2024

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

Dear Sir,

Sub: Declaration of Voting Results of Postal Ballot through remote e-Voting

This is further to our letter dated April 25, 2024, enclosing the Postal Ballot Notice dated March 27, 2024 for seeking consent of the Members of the Company by way of Special Resolutions through the remote e-voting process for the following:

1. Appointment of Mr. Nitin Daga as a Non-Executive, Independent Director of the Company.
2. Appointment of Mr. Pratik Ghose as a Non-Executive, Independent Director of the Company.
3. Approval for making Investments/ Extending Loans & Advances and giving Guarantees or providing securities under section 186 of the Companies act, 2013.

The remote e-voting process concluded on May 31, 2024 at 05:00 P.M. (IST), post which Mr. Sudhansu Sekhar Panigrahi, Practicing Company Secretary, appointed by the Company as Scrutinizer for conducting the Postal Ballot process has submitted his report on the results of the Postal Ballot. Based on the report of the Scrutinizer, we hereby inform that the Members of the Company have duly passed the above Special Resolutions with the requisite majority.

Accordingly, please find the following:

- a) Voting results of the said Postal Ballot activity through remote e-voting, in relation to the aforesaid business, as required under Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (**Annexure - 1**).
- b) The Scrutinizer's Report dated June 03, 2024, pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (**Annexure - 2**).

The Voting Results along with the Scrutinizer's Report are also available on the website of the Company – www.smifscap.com and on the website of Central Depository Services Limited – www.cdslindia.com

You are requested to kindly take same on record.

Yours Faithfully

For **SMIFS CAPITAL MARKETS LIMITED**

(Poonam Bhatia)

Company Secretary-cum-Compliance Officer





SMIFS CAPITAL MARKETS LIMITED

Annexure-1

Voting Results of Postal Ballot Activity through remote e-Voting

Date of the AGM/EGM	Not applicable (Resolutions passed through Postal Ballot on May 31, 2024)
Total number of shareholders on record date	1836
No. of shareholders present in the meeting either in person or through proxy: <ul style="list-style-type: none">• Promoters and Promoter group• Public	Not applicable (Resolutions passed through Postal Ballot)
No. of Shareholders attended the meeting through Video Conferencing: <ul style="list-style-type: none">• Promoter and Promoter group• Public	Not applicable (Resolutions passed through Postal Ballot)





SMIFS CAPITAL MARKETS LIMITED

Resolution No. 1 (SPECIAL RESOLUTION) Appointment of Mr Nitin Daga (DIN: 08606910) as an Independent director of the Company.									
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	Promoter Group	E-Voting	2804051	2804051	100	2804051	Nil	100	Nil
		Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
		Total	2804051	2804051	100	2804051	Nil	100	Nil
2	Public Institution	E-Voting	965606	549919	56.951	549919	Nil	100	Nil
		Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
		Total	965606	549919	56.951	549919	Nil	100	Nil
3	Public Non Institution	E-Voting	1815343	71676	3.948	13096	58580	18.271	81.73
		Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
		Total	1815343	71676	3.948	13096	58580	18.271	81.73

Thus the Special Resolution set out in the Notice dated 27.03.2024 was approved by the members with requisite majority.





SMIFS CAPITAL MARKETS LIMITED

Resolution No. 2 (SPECIAL RESOLUTION) Appointment of Mr Pratik Ghose (DIN : 10545249) as an independent director of the Company.									
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	$6=(4/2)*100$	$7=(5/2)*100$	
1	Promoter Group	E-Voting	E-Voting	2804051	2804051	100	2804051	Nil	100
		Postal Ballot	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil
		Total	Total	2804051	2804051	100	2804051	Nil	100
2	Public Institution	E-Voting	E-Voting	965606	549919	56.951	549919	Nil	100
		Postal Ballot	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil
		Total	Total	965606	549919	56.951	549919	Nil	100
3	Public Non Institution	E-Voting	E-Voting	1815343	71676	3.948	13096	58580	18.271
		Postal Ballot	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil
		Total	Total	1815343	71676	3.948	13096	58580	18.271

Thus the Special Resolution set out in the Notice dated 27.03.2024 was approved by the members with requisite majority.





SMIFS CAPITAL MARKETS LIMITED

Resolution No. 3 (SPECIAL RESOLUTION) Increase in the limits applicable for making investments/ extending loans and advances and giving guarantees or providing securities in connection with loans and advances to persons/ bodies corporates.									
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	$6=(4/2)*100$	$7=(5/2)*100$	
1	Promoter Group	E-Voting	E-Voting	2804051	2804051	100	2804051	Nil	100
		Postal Ballot	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil
		Total	Total	2804051	2804051	100	2804051	Nil	100
2	Public Institution	E-Voting	E-Voting	965606	549919	56.951	549919	Nil	100
		Postal Ballot	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil
		Total	Total	965606	549919	56.951	549919	Nil	100
3	Public Non Institution	E-Voting	E-Voting	1815343	71676	3.948	13096	58580	18.271
		Postal Ballot	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil
		Total	Total	1815343	71676	3.948	13096	58580	18.271

Thus the Special Resolution set out in the Notice dated 27.03.2024 was approved by the members with requisite majority.



Sudhansu Sekhar Panigrahi

Practicing Company Secretary
Off : 75, Metcalf Street, 2nd Floor
Room No 203, Kolkata - 700 013

Mob: 9674029751
panigrahis7@gmail.com,
sudhansupanigrahi@yahoo.co.in

Scrutinizer's Report

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

To
The Chairman
SMIFS CAPITAL MARKETS Ltd
Vaibhav, 4F, 4 Lee Road
Kolkata- 700 020, West Bengal

Dear Sirs/Madams

- (1) I, Sudhansu Sekhar Panigrahi, Practicing Company Secretary (ACS 23187 /CP 19649) was appointed as Scrutinizer by the Company for conducting Postal Ballot and E-Voting process in a fair and transparent manner in terms of resolution of Board of Directors passed on 27th March, 2024.
- (2) The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to E-Voting and Postal Ballot on the resolutions contained in the Notice of Postal ballot and E-Voting dated 27th March, 2024. My responsibility as a scrutinizer for the voting process through electronic means and Postal Ballots is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the report generated from the e-voting system of Central Depository Services (India) Ltd (CDSL) and of voting through Postal Ballots as provided by M/s Maheshwari Datamatics Private Limited, Kolkata the agencies engaged by the Company to provide e-voting and Postal Ballot facilities.
- (3) I submit the report as under:
 - i. The Company has completed the dispatch of Postal Ballot Notice (Containing E-Voting instructions) via electronic mode by 25th April, 2024 to its members whose names appeared on the Register of Members as on 29th March, 2024.
 - ii. Members were provided the opportunity to cast their votes only through electronic voting system in terms of platforms provided by CDSL E-Voting System. (www.evotingindia.com)
 - iii. The e-voting period remained open from 10 a.m. IST on Thursday the 2nd day of May, 2024 up to 5 p.m. IST on Friday the 31st day of May, 2024.
 - iv. The share holders holding shares as on the "cut off" date i.e. 29th day of March, 2024 were entitled to vote on the proposed 3 (Three) resolutions as mentioned in the Notice of Postal Ballot dated 27th March, 2024.



v. The result of electronic voting were downloaded on Friday, the 31st May, 2024 around 5.38 pm after the completion of E-Voting in the presence of two witnesses namely Mr Pawan Kumar of 75 Metcalf Street, 2nd Floor, Kolkata – 700 013 and Mr Subir Karmakar of 75 Metcalf Street, 2nd Floor, Kolkata – 700 013 who are not in the employment of the Company.

vi. There were no Physical Ballots received by the company.

vii. The summery of votes casted through E-Voting System (EVSN:240330001) is as follows:

Resolution No. 1 (SPECIAL RESOLUTION) Appointment of Mr Nitin Daga (DIN: 08606910) as an independent director of the Company.									
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	
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1	Promoter Group	E-Voting	2804051	2804051	100	2804051	Nil	100	Nil
		Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
		Total	2804051	2804051	100	2804051	Nil	100	Nil
2	Public Institution	E-Voting	965606	549919	56.951	549919	Nil	100	Nil
		Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
		Total	965606	549919	56.951	549919	Nil	100	Nil
3	Public Non Institution	E-Voting	1815343	71676	3.948	13096	58580	18.271	81.73
		Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
		Total	1815343	71676	3.948	13096	58580	18.271	81.73

Details of Invalid Votes	
Category	No of Votes
Promoter & Promoter Group	Nil
Public Institution	Nil
Public Non Institution	Nil

Resolution carried by requisite majority



Resolution No. 2 (SPECIAL RESOLUTION) Appointment of Mr Pratik Ghose (DIN : 10545249) as an independent director of the Company.

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	$6=(4/2)*100$	$7=(5/2)*100$	
1	Promoter Group	E-Voting	E-Voting	2804051	2804051	100	2804051	Nil	100
		Postal Ballot	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil
		Total	Total	2804051	2804051	100	2804051	Nil	100
2	Public Institution	E-Voting	E-Voting	965606	549919	56.951	549919	Nil	100
		Postal Ballot	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil
		Total	Total	965606	549919	56.951	549919	Nil	100
3	Public Non Institution	E-Voting	E-Voting	1815343	71676	3.948	13096	58580	18.271
		Postal Ballot	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil
		Total	Total	1815343	71676	3.948	13096	58580	18.271

Details of Invalid Votes	
Category	No of Votes
Promoter & Promoter Group	Nil
Public Institution	Nil
Public Non Institution	Nil

Resolution carried by requisite majority.....



Resolution No. 3 (SPECIAL RESOLUTION) Increase in the limits applicable for making investments/ extending loans and advances and giving guarantees or providing securities in connection with loans and advances to persons/ bodies corporates.									
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	
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1	Promoter Group	E-Voting	E-Voting	2804051	2804051	100	2804051	Nil	100
		Postal Ballot	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil
		Total	Total	2804051	2804051	100	2804051	Nil	100
2	Public Institution	E-Voting	E-Voting	965606	549919	56.951	549919	Nil	100
		Postal Ballot	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil
		Total	Total	965606	549919	56.951	549919	Nil	100
3	Public Non Institution	E-Voting	E-Voting	1815343	71676	3.948	13096	58580	18.271
		Postal Ballot	Postal Ballot	Nil	Nil	Nil	Nil	Nil	Nil
		Total	Total	1815343	71676	3.948	13096	58580	18.271

Details of Invalid Votes	
Category	No of Votes
Promoter & Promoter Group	Nil
Public Institution	Nil
Public Non Institution	Nil

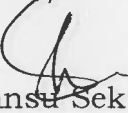
Resolution carried by requisite majority.....



- (vii) The ballot forms, e-voting register and other related papers / registers and records shall remain in my safe custody until the Chairman considers, approve and signs the minutes of physical ballot and e-voting.
- (viii) The proposed resolutions have been therefore approved by the share holders of the Company with requisite majority.
- (ix) You may declare the result of e-voting and physical ballot accordingly.

Thanking You

Yours Truly


Sudhansu Sekhar Panigrahi
Practicing Company Secretary
C.P. No 19649

We the undersigned witness that the votes in respect of e-voting of share holders of SMIFS Capital Markets Ltd were unblocked from e-voting website of Central Depository Services (India) Ltd (CDSL) in our presence at 5.38 p.m. on 31st May, 2024.

Witnesses
Pawan Kumar
75, Metcalf Street, 2nd Floor
Kolkata – 700 013

Signature.....

Subir Karmakar
75, Metcalf Street, 2nd Floor
Kolkata – 700 013

Signature.....

Counter Signed by
For SMIFS Capital Markets Ltd

Chairman

(Utsav Parekh)
DIN:00027642



UDIN: A023187F000518044

Place: Kolkata
Date : 03.06.2024