

SMIFS CAPITAL MARKETS LIMITED

September 22, 2018

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

Dear Sir,

Re: AGM of the Company held on September 22, 2018 at 10.00 a.m.

Sub: <u>Details of the Voting Results as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</u>

This is for your kind information that the Annual General Meeting of the Company was held on September 22, 2018 at Rrangoli Banquet Hall, 'Vaibhav', 4, Lee Road, Ground Floor, Kolkata - 700 020 at 10.00 a.m. We are forwarding you the Voting Results as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Please Acknowledge.

Yours Faithfully

For SMIFS CAPITAL MARKETS LIMITED

(Poonam Bhatia)

Company Secretary-cum- Senior Manager Legal



Company Secretary in Whole Time Practice

47, East Ghosh Para Road, Nimtalla More Authpur, Shyamnagar 24 Parganas (North) - 743128 Mobile No.: +91 97483 03806

E-mail: csseemasharma@gmail.com

REPORT OF SCRUTINIZER COMBINED REPORT (E-VOTING & POLL)

September 22, 2018

To

The Chairman,
The Board of Directors,
Smifs Capital Markets Limited
4 Lee Road, Vaibhav
4th Floor,
Kolkata-700020

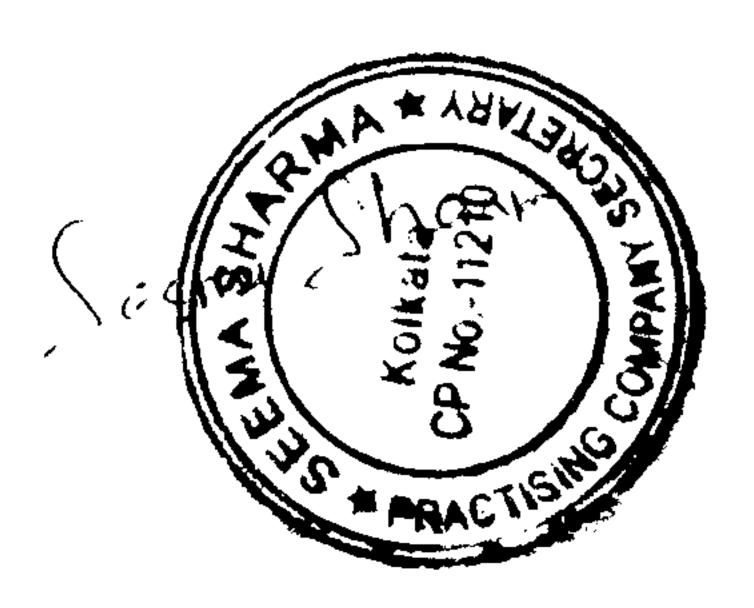
Sub: Combined Scrutinizer's Report on e-voting and Poll pursuant to the provisions of the section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, on the agenda items transacted at the Thirty Third Annual General Meeting(AGM) of the Company held on Saturday 22ND September 2018 at 10.00 a.m at Rrangoli Banquet Hall Vaibhav, 4 Lee Road, Kolkata-700020

Dear Sir,

I. **Seema Sharma**. a Practicing Company Secretary (ACS-24160 / CP-11210). had been appointed as the Scrutinizer by the Board of Directors of 'SMIFS CAPITAL MARKETS LIMITED' pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process and voting by poll taken in respect of the below mentioned resolutions passed at the 35th Annual General Meeting of the "Company" held on September 22, 2018 at Rrangoli Banquet Hall, Vaibhav, 4 Lee Road, Kolkata-700 020 at 10.00 a.m.

The Notice dated 30th May 2018 along with statement setting out material facts under section 102 of the Act were sent to shareholders in respect of the below mentioned resolutions passed at the AGM of the Company.

The Public Advertisement with respect to dispatch of Notices & conducting of voting through electronic means was published in a English Newspaper "Business Standard"



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24 Parganas (North) - 743128

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and in a Bengali Newspaper "Ek Din" having vide circulation, in their respective editions dated 29th August 2018.

The Management of the Company is responsible to ensure the compliance with the requirements of the 2013 Act and Rules relating to e-voting and Poll on the resolutions contained in the Notice to the 35th AGM of the members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to make a **Scrutinizer's Report** on the votes cast "**in favour**" or "**against**" or "**abstained**", in respect of the resolutions stated below, based on the reports generated from the e-voting system provided by **Central Depository Services (India) Limited (CDSL)**, the authorized agency engaged by the Company to provide e-voting facilities for e-voting.

The Company had also provided for voting through Poll at the AGM venue at the 35th Annual General Meeting, to the shareholders who had not cast their votes earlier through remote evoting facility.

The Members of the Company as on the "Cut off" date i.e. **September 15, 2018 (Saturday)** were entitled to vote on the resolutions (items Nos. 1 to 4 as set out in the notice of the 35th Annual General Meeting of the Company)

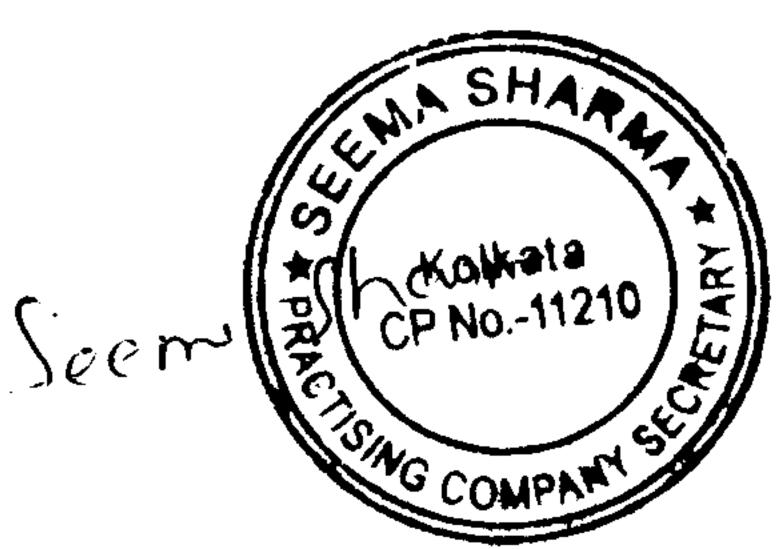
Further to the above, I submit my report as under:

Remote e-voting

- 1. The e-voting period remained open from Tuesday, September 18, 2018 (10.00 A.M) to Friday, September 21, 2018 (5.00 P.M) (both days inclusive).
- 2. The votes cast under remote e-voting facility where thereafter unblocked in presence of two witnesses who were not in employment of the Company.
- 3. The Corporate Members who had participated in the remote e-voting had provided scanned copy of the resolution passed at their Board of Directors Meeting for authorization to exercise their votes through e-voting.

Voting through Poll at the AGM Venue

1. The Company had provided the facility for voting through Poll at the AGM and Members, who have not cast their vote by remote e-voting, were allowed to exercise their right to vote at the meeting.



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- 2. The Polling papers in form MGT-12 as per section 109(5) of the Act & Rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014 were distributed to shareholders present. The Shareholders cast their votes in the ballot box kept at the convenient place in the Venue.
- 3. The locked ballot box was subsequently opened before me, in presence of two witnesses who were not in employment of the Company and Ballot papers were diligently scrutinized. The Ballot papers were reconciled with the records maintained by the Company and the authorizations/proxies lodged with the Company.
- 4. There were 22 invalid votes for item no 1,2, 4 and 6, 1692672 invalid votes for Item No 3 and 272 invalid votes for item no 5.

Thereafter, the consolidated results containing, inter alia, list of Equity Shareholders, who voted "for". "against" or "abstained", in respect of the each of the resolutions that were put to vote, were generated from the e-voting website of **Central Depository Services (India) Limited (CDSL) i.e** https://www.evotingindia.com and voting through Poll at the AGM Venue was prepared.

The consolidate Results are as follows:

Item no Notice Ordinary Resoluti	(as an	March 31	e, consider a 2018, the Stended on the thereon	tatement o	f Profit 8	& Loss and tl	he Cash F	low States	nents for
Voting Metho	Total Valid	Vote	s in favour o Resolution	fthe	Ve	tes against t Resolution	the	Invalid Votes	Abstain ed
d	Votes	No of folios	No of shares	% of total no of valid votes cast	No of folios	No of shares	% of total no of valid votes cast		Votes
Remot e e- voting	3467578	33	2948960	85.04	3	518618	14.96	-	-
Voting ihroug h Poll at AGM Venue	588779	54	588779	100	•		**	22	•
Total	4056357	87	3537739	87.21	3	518618	12.79	22	<u>-</u>

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Item no. Notice Ordinary Resolutio		To de	clare divide	d for the ye	ar ended N	March 31, 2	018.		
Voting Method	Total Valid	Vo	tes in favou Resolutio	í		es against the lessolution	he	lnvalid Votes	Abstain ed
	Votes	No of foli os	No of shares	% of total no of valid votes cast	No of folios	No of shares	% of total no of valid votes cast		Votes
Remote e-voting	3467578	33	2948960	85.04	3	518618	14.96	-	
Voting through Poliai AGM Venue	588779	54	588779	100	-		-	22	-
Total	4056357	87	3537739	87.21	3	51861 8	12.79	22	· · · · · · · · · · · · · · · · · · ·

Item no. Notice Ordinary Resolutio		who	point Directores by intment.	tor in place rotation	of Mr. Aj and being	ay Kumar l g eligible,	Kayan (D offers l	IN 002391 nimself for	123), re-
Voting Method	Total Valid	Vo	tes in favou Resolutio	1		es against i Resolution		Invalid Votes	Abstain
	Votes	No of foli os	No of shares	% of total no of valid votes cast	No of folios	No of shares	% of total no of valid votes cast		Votes
Remote e-voting	1777928	23	1259310	70.83	3	518618	29.17	1689650	-
Voting through Poll at AGM Venue	585779	53	585779	100			•	3022	
Total	2363707	76	1845089	78.06	SI	348618 194	21.94	169267 2	

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Item no. Notice Ordinary Resolution		Gener	point audito al Meeting ig and to au	until the c	onclusio	n of the T	hirty Nine	th Annua	h Annual l General
Voting Method	Total Valid	Vot	es in favour Resolutio	i	Vo	tes agains Resolutio		Invalid Votes	Abstain ed
	Votes	No of folio s	No of shares	% of total no of valid votes cast	No of folios	No of shares	% of total no of valid votes cast		Votes
Remote e-voting	3467578	33	2948960	85.04	3	518618	14.96	<u> </u>	-
Voting through Poll at AGM Venue	588779	54	588779	100	-			22	
Total	4056357	87	3537739	87.21	3	51861 8	12.79	22	-

Notice Ordinary Resolution		To ap	opoint Mrs. I	Pushpa Mis	hra as ar	ı Independ	ent, Non-Ex	cecutive D	irector o
Voting Method	Total Valid	Vo	tes in favou Resolutio		V	otes agains Resolutio		Invalid Votes	Abstain ed
	Votes	No of foli os	No of shares	% of total no of valid votes cast	No of folios	No of shares	% of total no of valid votes cast		Votes
Remote e-voting	3467328	31	2948710	85.04	3	518618	14.96	250	<u>.</u>
Voting through Poll at AGM Venue	588779	54	588779	100	_		-	22	
Total	4056107	85	3537489	87.21	3	518618	12.79	<u> </u>	·- ·- ·

Company Secretary in Whole Time Practice

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Authpur, Shyamnagar 24 Parganas (North) - 743128

Mobile No.: +91 97483 03806 E-mail: csseemasharma@gmail.com

Item no. Notice Ordinary Resolution		To re-	appoint Mr.	Kishor Sha	h as Mana	ging Directo	r of the C	ompany	
Voting Method	Total Valid	Vot	es in favour Resolutio	į.	Vo	tes against the Resolution	he	Invali d	Abstain ed
	Votes	No of folio	No of shares	% of total no of valid votes cast	No of folios	No of shares	% of total no of valid votes cast	Votes	Votes
Remote e-voting	3467578	33	2948960	85.04	3	518618	14.96	_	-
Voting through Poliai AGM Venue	588779	54	588779	100				22	_
Total	4056357	87	3537739	87.21	3	518618	12.79	22	_

All the Resolutions have been passed with requisite majority.

The Data Sheet relating to e-voting/Poll papers are in safe custody of the undersigned, and it will be handed over to the Company.

Kolkata

Thanking you,

Yours faithfully,

Seema Sharma

Seema Sharma Practicing Company Secretary

M. No. - ACS 24160 C.P No. 11210

Company Secretary in Whole Time Practice

47, East Ghosh Para Road, Nimtalla More

Authpur, Shyamnagar

24 Parganas (North) - 743128

Mobile No.: +91 97483 03806

E-mail: csseemasharma@gmail.com

We, the undersigned witness that the votes in respect of e-Voting of Shareholders of SMIFS Capital Markets Limited were unblocked from e-Voting website of Central Depository (Services) India Limited in our presence at 11.15 A.M. on 22nd September 2018.

Riddui Agarwal
Riddhi Agarwal

23 Janata Sarani, Eliza-X 4th Floor, Hind Motor-712233 Sapra Pasaci

Sapna Pasari 7E, Motijheel Avenue, Sparsha Apartment, Kolkata-700074

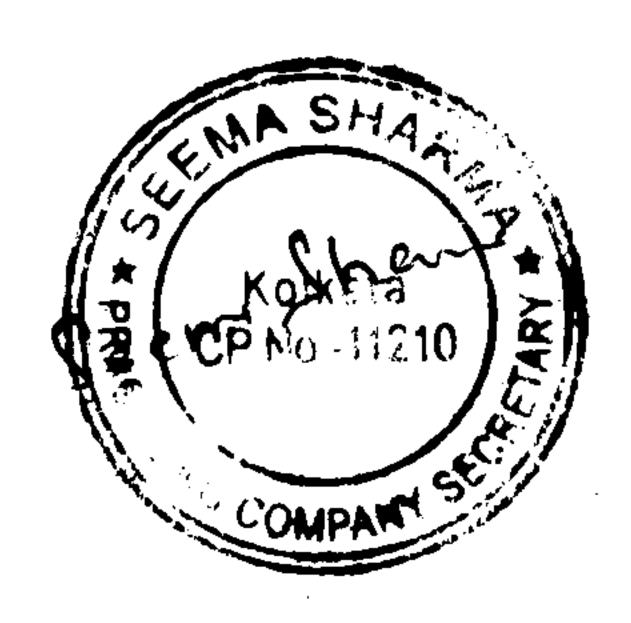
Countersigned by

For SMIFS Capital Markets Limited

Kishor Shah

Managing Director (Chairman of 35th Annual General Meeting)

DIN:00170502



Format for Voting Results

Pursuant to Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the requisite information relating to the Annual General Meeting (AGM) of the Company, held on Saturday, 22nd September, 2018 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	22 nd September, 2018
Total Number of Shareholders on record date	1473
No. of Shareholders present in the meeting either in person or through proxy • Promoters & Promoter Group • Public	13 403
No. of Shareholders present in the meeting through Video Conferencing • Promoters & Promoter Group • Public	Nil

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olic Non-Institutions		•				ublic institutions					Promoter Group	Promoter and						egory				ind/resolution:		oup are interested in	moter/Promo	ether				
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899878	N.A		25141	874737		622428	N.A		563638	58790	2534051	N.A		0	2534051		2	polled	No of votes									Re		
			100%	100%		100%	N.A		100%	100%	100%	N.A		0	100%		3= (2/1+100)	shares	outstanding	palled on	% of votes							Regulartion 44 of SEBI	SMIFS CAPITA	
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518618	N.A		0	518618		0	N.A		0	0	0	N.A		0	0		5	against	No of votes-	·							o. 1 (ORDINARY	gations & Di	S LIMITED - (
42.37	N.A		100.00	40.71		100	N.A		100	100	100	N.A		0	100		6=(4/2)*100	votes polled	favour on	% of votes in							RF.S		CIN No. L74300W	
57.63	N.A		0.00	59.29		0	N.A		0	0	0	N.A		0	0	ļ	7=(5/2)*100	votes polled	against on	% of votes							ð	Requirements) Regulations, 2015	B1983PL (:036342	
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Certified True Copy

FOR SMIFS CAPITAL MARKETS LIMITED

(POONAM BHATIA)

COMPANY SECRETARY

CUM-SENIOR MANAGER LEGAL

					SMIFS CAPITAL MARKETS LIMITED	AL MARKET		CIN No: L74300WB	/B1983PLC036342	
				Re	Regulation 44 of SEI	of SEBI (Listing Ol	ובו	Require	nents) Regulations, 2015	
						Resolution No.	0. 2(ORDINARY RESOLUTION)		
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	Promoter/Promoter									
	Group are interested									·
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	•				% of votes					
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+	Promoter and	applicable)	0	0	0	0	0	0	0	
	Promoter Group	Total	2534051	2534051	100%	2534051	0	100	0	
		Evoting	58790	58790	100%	58790	0	100	0	
		Poll	263638	563638	100%	563638	0	100	0	
		Postabl Ballot(if								
2		applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A	
	Public Institutions	Total	622428	622428	100%	622428	0	100	0	
3		Evoting	874737	874737	100%	356119	518618	40.71	59.29	
		Poll	25163	25141	100%	25141	0	100.00	0.00	
		Postabl Ballot(if								
	Public Non-	applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A	
	Institutions	Total	899900	899878	100%	381282	518618	42.37	57.63	
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FOR SMIFS CAPITAL MARKETS LIMITED

(POONAM BHATIA)
COMPANY SECRETARY
CUM-SENIOR MANAGER LEGAL

	romoter terested	Yes Mode of Voting Evoting	No of held p	Reg	SMIFS CAPITAL Regulation 44 of SEBI	MARK (Listing	LIMITEI gations &	Disclosure Requirements AARY RESOLUTION	1983PLC036342 nts) Regulations, 2015	
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		Poll	263638	563638	100%	563638	0	100	0	
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		applicable)	A.A	N.A	N.A	A.S	N.A	N.A	N.A.	
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3		Evoting	874737	874737	100%	356119	318618	40.71	59.29	
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					SMIFS CAPITA	¥	MARKETS LIMITED - C	CIN No: L74300WB	WB1983PLC036342		
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		Evoting	2534051	2534051	100%	2534051	0	100	0		
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		Evoting	58790	58790	100%	58790	0	100	0		
		Poll	563638	263638	100%	263638	0	100	0		
		Postabl Ballot(if									
2		applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A		
	Public Institutions	Total	622428	622428	100%	622428	0	100	0		
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	Public Non-	applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A		
	Institutions	Total	89900	82868	100%	381282	518618	42.37	57.63		
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FOR SMIFS CAPITAL MARKETS LIMITED LA SMIFS CAPITAL MARKETS LIMITED LA COLLA CO

(POONAM BHATIA) COMPANY SECRETARY CUM-SENIOR MANAGER LEGAL

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COMPANY SECRETARY

						SMIFS CAPITAL MARKETS LIMITED	AL MAKKE	1	CIN No: 1.74300WE	VB1983FLC056342			
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