

SAI CAPITAL LIMITED

Regd. Office: G-25, GROUND FLOOR, RASVILAS SALCON D-1, SAKET DISTRICT CENTRE, SAKET, NEW DELHI, SOUTH DELHI -110017
(CIN: L74110DL1995PLC069787), E mail: cs@saicapital.co.in, Ph: 011-40234681
Website: www.saicapital.co.in

September 30, 2025

BSE Limited

Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building, P J Towers,
Dalal Street, Fort,
Mumbai - 400001.

Security Code No.: 531931

Sub: Details of Voting Results along with Scrutinizer's Report of the 30th Annual General Meeting of M/s. Sai Capital Limited under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sirs,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, details regarding voting results of Business transacted at the **30th Annual General Meeting** ("AGM") of the Members of M/s. Sai Capital Limited ("the Company") held on **Monday, 29th September, 2025 at 12:31 P.M.** via two-way Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") along with Scrutinizer's Report on remote e-voting are attached in the prescribed format.

Kindly acknowledge and take on record.

Thanking You.

Your Faithfully,

For **Sai Capital Limited,**

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Dr. Niraj Kumar Singh
Chairman and Managing Director

Encl: As above

SAI CAPITAL LIMITED

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Details of Voting Result

Date of the AGM	September 29, 2025
Total number of shareholders on record date / cut-off date i.e. September 22, 2025 for e-voting	2681
No. of Shareholders present in the meeting either in person or through Proxy: - <ul style="list-style-type: none">Promoters and Promoter GroupPublic	Not Applicable Not Applicable
No. of Shareholders attended the meeting through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"):- <ul style="list-style-type: none">Promoters and Promoter GroupPublic	5 24

AGENDA-WISE VOTING RESULTS

In case of Remote e-voting at Annual General Meeting ("AGM")

The mode of voting for all resolutions was remote e-voting.

Item No.	Detail of the Agenda	Resolution required (Ordinary/Special)	Mode of voting (E-voting / Physical Ballot / Poll)	Remarks
1	To receive, consider and adopt the Audited Standalone and Consolidated Annual Financial Statements of the Company for the financial year ended March 31, 2025 including the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.	Ordinary	E-voting	The Resolution was approved with requisite majority.
2	Appointment of Director in place of Mr. Ankur Rawat (DIN: 07682969), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	E-voting	The Resolution was approved with requisite majority.

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3	To Re-appoint Secretarial Auditor of the Company for a period of Five Years.	Ordinary	E-voting	The resolution was approved with requisite majority.
4	Re-appointment of Mrs. Kamlesh Gupta (DIN: 07243898) as a Non-Executive, Independent Director of the Company.	Special	E-voting	The resolution was approved with requisite majority.

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Resolution (1)

Resolution required: (Ordinary/ Special)				Ordinary				
Whether promoter/ promoter group are interested in the agenda/ resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Standalone and Consolidated Annual Financial Statements of the Company for the financial year ended March 31, 2025 including the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.				
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 vote 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	2122700	1796200	84.62	1796200	0	100	0
	Poll			N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)			N.A.	N.A.	N.A.	N.A.	N.A.
	Total	2122700	1796200	84.62	1796200	0	100	0
Public - Institutions	E-Voting	0	0	N.A.	N.A.	N.A.	N.A.	N.A.
	Poll			N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)			N.A.	N.A.	N.A.	N.A.	N.A.
	Total	0	0	N.A.	N.A.	N.A.	N.A.	N.A.
Public - Non Institutions	E-Voting	756600	60385	7.98	60368	17	99.97	0.03
	Poll			N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)			N.A.	N.A.	N.A.	N.A.	N.A.
	Total	756600	60385	7.98	60368	17	99.97	0.03
TOTAL		2879300	1856585	64.48	1856585	17	99.99	0.00
Whether resolution is Pass or Not							Yes	

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Resolution (2)

Resolution required: (Ordinary/ Special)				Ordinary				
Whether promoter/ promoter group are interested in the agenda/ resolution?				Yes*				
Description of resolution considered				Appointment of Director in place of Mr. Ankur Rawat (DIN: 07682969), who retires by rotation and being eligible, offers himself for re-appointment.				
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 vote 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	2122700	1640500	77.28	1640500*	0	100	0.00
	Poll			N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)			N.A.	N.A.	N.A.	N.A.	N.A.
	Total	2122700	1640500	77.28	1640500	0	100	0.00
Public - Institutions	E-Voting	0	0	N.A.	N.A.	N.A.	N.A.	N.A.
	Poll			N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)			N.A.	N.A.	N.A.	N.A.	N.A.
	Total	0	0	N.A.	N.A.	N.A.	N.A.	N.A.
Public - Non Institutions	E-Voting	756600	60385	7.98	60368	17	99.97	0.03
	Poll			N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)			N.A.	N.A.	N.A.	N.A.	N.A.
	Total	756600	60385	7.98	60368	17	99.97	0.03
TOTAL								
Whether resolution is Pass or Not							Yes	

* Votes cast inadvertently by certain entities of the Promoter Group were considered Invalid as Mr. Ankur Rawat being a related Party, the Promoter Group is interested in the Resolution

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Resolution (3)								
Resolution required: (Ordinary/ Special)				Ordinary				
Whether promoter/ promoter group are interested in the agenda/ resolution?				No				
Description of resolution considered				To Re-appoint Secretarial Auditor of the Company for a period of Five Years.				
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 vote 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	2122700	1796200	84.62	1796200	0	100	0.00
	Poll			N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)			N.A.	N.A.	N.A.	N.A.	N.A.
	Total	2122700	1796200	84.62	1796200	0	100	0.00
Public - Institutions	E-Voting	0	0	N.A.	N.A.	N.A.	N.A.	N.A.
	Poll			N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)			N.A.	N.A.	N.A.	N.A.	N.A.
	Total	0	0	N.A.	N.A.	N.A.	N.A.	N.A.
Public - Non Institutions	E-Voting	756600	60385	7.98	60368	17	99.97	0.03
	Poll			N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)			N.A.	N.A.	N.A.	N.A.	N.A.
	Total	756600	60385	7.98	60368	17	99.97	0.03
TOTAL								
Whether resolution is Pass or Not							Yes	

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Resolution (4)

Resolution required: (Ordinary/ Special)				Special				
Whether promoter/ promoter group are interested in the agenda/ resolution?				No				
Description of resolution considered				Re-appointment of Mrs. Kamlesh Gupta (DIN: 07243898) as a Non-Executive, 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 vote 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	2122700	1796200	84.61	1796200	0	100	0.00
	Poll			N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)			N.A.	N.A.	N.A.	N.A.	N.A.
	Total	2122700	1796200	84.61	1796200	0	100	0.00
Public - Institutions	E-Voting			N.A.	N.A.	N.A.	N.A.	N.A.
	Poll			N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)			N.A.	N.A.	N.A.	N.A.	N.A.
	Total	0	0	N.A.	N.A.	N.A.	N.A.	N.A.
Public - Non Institutions	E-Voting	756600	60385	7.98	60368	17	99.97	0.03
	Poll			N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)			N.A.	N.A.	N.A.	N.A.	N.A.
	Total	756600	60385	7.98	60368	17	99.97	0.03
TOTAL								
Whether resolution is Pass or Not							Yes	

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CONSOLIDATED SCRUTINIZER'S REPORT

(Section 108 of the Companies Act read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 and any amendment thereof)

To
The Chairman
Sai Capital Limited
G-25, Ground Floor, Rasvilas Salcon,
D-1, Saket District Centre, Saket,
New Delhi – 110017

Sub: Consolidated Scrutinizer's Report on voting through remote e-voting and e-voting at the Thirtieth (30th) Annual General Meeting ("AGM") of the Company 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(4)(xii) of the Companies (Management and Administration) Rules, 2014 as amended from time to time.

Dear Sir,

I, Ritu Mahajan, Practicing Company Secretary, was appointed as Scrutinizer by the Board of Directors of M/s. Sai Capital Limited ("the Company") for the purpose of scrutinizing the process of voting through remote e-voting as well as e-voting by the Members at the Thirtieth Annual General Meeting (30th) ("the Meeting"/"AGM") of the Company held on Monday, September 29, 2025 at 12:30 P.M. through video conferencing ("VC)/Other Audio Visual Means ("OAVM") on Resolutions contained in the Notice dated August 14, 2025.

Management's Responsibility

The Management of the Company is responsible to ensure compliance with the requirements of (i) the Companies Act, 2013 and the rules made thereunder; (ii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR"); and (iii) Circular No. 20/2020 dated May 05, 2020 followed by Circular No. 02/2022 dated May 05, 2022, Circular No. 10/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024, and subsequent circulars issued in this regard, the latest being Circular 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January, 15, 2021 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by the Securities and Exchange Board of India ("SEBI Circular"), relating to AGM through Video Conferencing/Other Audio Visual Means and e-voting on the Resolutions contained in the Notice calling the AGM.

Scrutinizer's Responsibility

My responsibility as Scrutinizer for e-voting process is restricted to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the Resolutions stated in the Notice, based on the reports generated from the e-voting system provided by M/s. National Securities Depository Limited ("NSDL") for the AGM conducted in a fair and transparent manner.



Cut-off date

The Equity Shareholders of the Company as on the "cut-off" date, i.e., Monday, September 22, 2025 were entitled to vote on the Resolutions (Item Nos. 1 to 4 as set out in the Notice calling the AGM).

Remote e-voting process: -

1. The remote e-voting period remained open from Friday, September 26, 2025 (9:00 a.m.) (IST) to Sunday, September 28, 2025 (5:00 p.m.) (IST). The Shareholders who had not cast their votes during the remote e-voting period were also provided facility of e-voting during the AGM..
2. The votes casted were unblocked on Monday, September 29, 2025 in the presence of two witnesses Ms. Sonali Saini and Ms. Rekha Kumari who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

a. Name: Ms. Sonali Saini

b. Name Ms. Rekha Kumari

Signature:

Signature:

3. Thereafter, the details containing, inter alia, the list of Equity Shareholders, who voted "for" or "against" each of the Resolutions that was put to vote, were generated from the e-voting website of NSDL, i.e., <https://www.evoting.nsdl.com/>

Consolidated Voting Results:

I have scrutinized the consolidated voting in a fair & transparent manner based on the data downloaded from the NSDL, remote e-voting platform and the e-voting during the AGM held through VC.

Based on the result downloaded, following no. of valid votes were observed:


- a) 49 members have validly casted their vote for item no. 1 through remote e-voting offered;
- b) 44 members have validly casted their vote for item no. 2 through remote e-voting offered;
- c) 49 members have validly casted his vote for item no. 3 through remote e-voting offered;
- d) 49 members have validly casted his vote for item no. 4 through remote e-voting offered;
- e) None of the member has casted his vote during the AGM through e-voting.

I hereby enclose the Consolidated Voting Results pursuant to Rule (20)(4)(xii) of the Companies (Management & Administration) Rules, 2014 as amended on all the Resolutions contained in the Notice to aforesaid AGM.

All relevant records shall be handed over to the Chairman/Company Secretary of the Company for safe keeping.

Thanking You,

Yours Faithfully,


Ritu Mahajan
Company Secretary in Practice
ACS: 34595
COP: 22918
PRC NO.: 3410/2023

Date: 30-09-2025

Place: Delhi

UDIN: A035495G001396888

CONSOLIDATED VOTING RESULTS

Item No.	1
Subject Matter of Resolution	Receive, consider and adopt the Audited Standalone and Consolidated Annual Financial Statements of the Company for the financial year ended 31 st March 2025 including the Balance Sheet as at 31 st March 2025, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
Type of Resolution	Ordinary

Particulars	Remote E-Voting		E-voting at AGM		Total		Percentage %
	No. of Members	No. of valid Votes	No. of Members	No. of valid Votes	No. of Members	No. of valid Votes	
Assent/ For/ Favour	36	1856568	0	0	36	1856568	99.999084
Dissent/ Against	13	17	0	0	13	17	0.000916
Total	49	1856585	0	0	49	1856585	100.000000

Invalid Votes	0	0
Abstained Votes	0	0

Item No.	2
Subject Matter of Resolution*	Appointment of Director in place of Mr. Ankur Rawat (DIN: 07682969), who retires by rotation and being eligible, offers himself for re-appointment.
Type of Resolution	Ordinary

Particulars	Remote E-Voting		E-voting at AGM		Total		Percentage %
	No. of Members	No. of valid Votes	No. of Members	No. of valid Votes	No. of Members	No. of valid Votes	
Assent/ For/ Favour	31	60368	0	0	31	60368	99.971847
Dissent/ Against	13	17	0	0	13	17	0.028153
Total	47	60385	0	0	47	60385	100.000000



Invalid Votes	*3	1640500
Abstained Votes	*2	155700

* The Promoters/Promoter Group were deemed to be interested in the resolution and, accordingly, abstained from participating in the voting thereon. Further, the votes cast by the three promoters who voted have not been considered and have been treated as invalid.

Item No.	3
Subject Matter of Resolution	Re-appointment of Ms. Sakshi Gupta, Practicing Company Secretary, registered with the Institute of Company Secretaries of India (ICSI) Vide Membership No. 59295, CoP No. 22952 as the Secretarial Auditor of the Company for a term of 5 (five) consecutive years
Type of Resolution	Ordinary

Particulars	Remote E-Voting		E-voting at AGM		Total		Percentage %
	No. of Members	No. of valid Votes	No. of Members	No. of valid Votes	No. of Members	No. of valid Votes	
Assent/ For/ Favour	36	1856568	0	0	36	1856568	99.999084
Dissent/ Against	13	17	0	0	13	17	0.000916
Total	49	1856585	0	0	49	1856585	100.000000

Invalid Votes	0	0
Abstained Votes	0	0

Item No.	4
Subject Matter of Resolution	Re-appointment of Mrs. Kamlesh Gupta (DIN: 07243898) as a Non-Executive, Independent Director of the Company
Type of Resolution	Special

Particulars	Remote E-Voting		E-voting at AGM		Total		Percentage %
	No. of Members	No. of valid Votes	No. of Members	No. of valid Votes	No. of Members	No. of valid Votes	
Assent/ For/ Favour	36	1856568	0	0	36	1856568	99.999084
Dissent/ Against	13	17	0	0	13	17	0.000916
Total	49	1856585	0	0	49	1856585	100.000000



Invalid Votes	0	0
Abstained Votes	0	0

Summary of Votes Cast

Based on the aforesaid results, as the number of votes cast in favour of the resolutions were more than the number of votes cast against, I report that the Ordinary Resolutions/ Special Resolution with regard to Item Nos. 1 to Item no. 4 as set out in the Notice of the AGM dated August 14, 2025 have been passed with requisite majority.


Ritu Mahajan
Company Secretary in Practice
ACS 134593
COP: 22918
PRC NO.: 3410/2023

Date: 30-09-2025
Place: Delhi
UDIN: A035495G00139688

Countersigned by:
For Sai Capital Limited

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Date: 2025.09.30
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Dr. Niraj Kumar Singh
Chairman & Managing Director
DIN: 00233396