

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

August 06, 2022

BSE Limited
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building, P J Towers, Security Code No.: 531931
Dalal Street, Fort, Mumbai — 400001.

Sub: Details of Voting Results along with Scrutinizer's Report of the 27th Annual General Meeting of 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, the details regarding the voting results of the business transacted at the 27th Annual General Meeting ("AGM") of the Members of M/s. Sai Capital Limited ("the Company") held on Friday, 05th August, 2022 at 12:30 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") along with Scrutinizers Report on remote e-voting are enclosed in the prescribed format.

Kindly acknowledge and take on record.

Thanking You,

Your Faithfully,

For **Sai Capital Limited**,

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Date: 2022.08.06
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Dr. Niraj Kumar Singh
Chairman and Managing Director

Encl: As above

SAI CAPITAL LIMITED

Regd. Office: G-25, GROUND FLOOR, RASVILAS SALCON D-1, SAKET DISTRICT CENTRE, SAKET, NEW DELHI, SOUTH DELHI -110017

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Details of Voting Result

Date of the AGM	5 th August, 2022
Total number of shareholders on record date / cut-off date i.e. 29.07.2022 for e-voting	1777
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 23

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 Financial Statements of the Company for the financial year ended 31 st March, 2022 including Balance Sheet as at 31 st March, 2022, 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 passed with requisite majority.
2	Appointment of M/s Mehrotra & Co., Chartered Accountants, as Statutory Auditors of the Company for a period of five consecutive years from the conclusion of this Annual General Meeting till the conclusion of the thirty second Annual General Meeting to be held in the year 2027.	Ordinary	E-voting	The resolution was passed with requisite majority.

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SAI CAPITAL LIMITED

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Website: www.saicapital.co.in

3	Appointment of Dr. Niraj Kumar Singh as Chairman and Managing Director of the Company for a period of 5 consecutive years with effect from June 25, 2022	Special	E-voting	The resolution was passed with requisite majority.
4	Appointment of Mr. Ankur Rawat as Non-Executive Non-Independent Director of the Company with effect from June 03, 2022	Special	E-voting	The resolution was passed 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 Financial Statements of the Company for the financial year ended 31st March, 2022 including Balance Sheet as at 31st March, 2022, 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			84.6186	1796200	0	100.0000	0.0000
	Poll	2122700	1796200	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	84.6186	1796200	0	100.0000	0.0000
Public - Institutions	E-Voting			0.0000	0	0	0.0000	0.0000
	Poll	12707	0	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	12707	0	0.0000	0	0	0.0000	0.0000
Public - Non Institutions	E-Voting			11.0884	82461	25	99.9697	0.0303
	Poll	743893	82486	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	743893	82486	11.0884	82461	25	99.9697	0.0303
TOTAL		2879300	1878686	65.2480	1878661	25	99.9987	0.0013
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?		No					
Description of resolution considered		Appointment of M/s Mehrotra & Co., Chartered Accountants, as Statutory Auditors of the Company for a period of five consecutive years from the conclusion of this Annual General Meeting till the conclusion of the thirty second Annual General Meeting to be held in the year 2027					
Category	Mode of Voting	No. of Shares held	No. of votes polled	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		84.6186	1796200	0	100.0000	0.0000
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)	2122700	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	2122700	1796200	1796200	0	100.0000	0.0000
Public - Institutions	E-Voting		0.0000	0	0	0.0000	0.0000
	Poll	12707	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	12707	0	0	0	0.0000	0.0000
Public - Non Institutions	E-Voting		11.0884	82461	25	99.9697	0.0303
	Poll	743893	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	743893	82486	82461	25	99.9697	0.0303
TOTAL		2879300	1878686	1878661	25	99.9987	0.0013
				Whether resolution is Pass or Not			
				Yes			

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Resolution (3)

Resolution required: (Ordinary/ Special)		Special					
Whether promoter/ promoter group are interested in the agenda/ resolution?		Yes*					
Description of resolution considered		Appointment of Dr. Niraj Kumar Singh as Chairman and Managing Director of the Company for a period of 5 consecutive years with effect from June 25, 2022					
Category	Mode of Voting	No. of Shares held	No. of votes polled	No. of votes - in favour	No. of votes against	% of votes in favour on vote polled	% of votes against on votes polled
		(1)	(2)	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting			0	0	0.0000	0.0000
	Poll	2122700	0	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)			N.A.	N.A.	N.A.	N.A.
	Total	2122700	0	0	0	0.0000	0.0000
Public - Institutions	E-Voting			0	0	0.0000	0.0000
	Poll	12707	0	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)			N.A.	N.A.	N.A.	N.A.
	Total	12707	0	0	0	0.0000	0.0000
Public - Non Institutions	E-Voting			82458	28	11.0884	0.0339
	Poll	743893	82486	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)			N.A.	N.A.	N.A.	N.A.
	Total	743893	82486	82458	28	11.0884	0.0339
TOTAL		2879300	82486	82458	28	2.8648	0.0339
Whether resolution is Pass or Not						Yes	

* The Promoters / Promoter Group are interested in this Resolution and, therefore, did not participate in voting on the Resolution.

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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		Appointment of Mr. Ankur Rawat as Non-Executive Non-Independent Director of the Company with effect from June 03, 2022						
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			84.6186	1796200	0	100.0000	0.0000
	Poll			N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)	2122700	1796200	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	2122700	1796200	84.6186	1796200	0	100.0000	0.0000
Public - Institutions	E-Voting			0.0000	0	0	0.0000	0.0000
	Poll			N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)	12707	0	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	12707	0	0.0000	0	0	0.0000	0.0000
Public - Non Institutions	E-Voting			11.0884	82458	28	99.9661	0.0339
	Poll			N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)	743893	82486	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	743893	82486	11.0884	82458	28	99.9661	0.0339
TOTAL		2879300	1878686	65.2480	1878658	28	99.9985	0.0015
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 Twenty Seventh (27TH) Annual General Meeting ("AGM") in terms of provisions of 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, Rashmi Sahni, Practicing Company Secretary, was appointed as Scrutinizer by the Board of Directors of 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 Twenty Seventh Annual General Meeting (27TH) ("the Meeting"/"AGM") of the Company held on Friday, August 05, 2022 at 12:30 P.M. through video conferencing ("VC)/Other Audio Visual Means ("OAVM") on resolutions contained in the Notice dated July 06, 2022.

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. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 followed by Circular No. 20/2020 dated May 05, 2020 Circular No. 02/2021 dated January 13, 2021, Circular No. 21/2021 dated December 14, 2021 and Circular No. 02/2022 dated May 05, 2022 issued by the Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 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 National Securities Depository Limited ("NSDL") for the AGM conducted in a fair and transparent manner.



Cut-off date

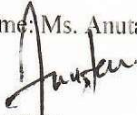
The Equity Shareholders of the Company as on the "cut-off" date, i.e., Friday, July 29, 2022 were entitled to vote on the resolutions (item nos. 1 to 4 as set out in the Notice calling the AGM).

Remote e-voting process: -

1. The remote e-voting period remained open from Tuesday, August 02, 2022 (9:00 a.m.) (IST) to Thursday, August 04, 2022 (5:00 p.m.) (IST). The Shareholders who had not casted 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 Friday, August 05, 2022 in the presence of two witnesses Ms. Anutan Singh and Ms. Ritu Mahajan 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. Anutan Singh

Signature:



b. Name Ms. Ritu Mahajan

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 NDSL, 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:

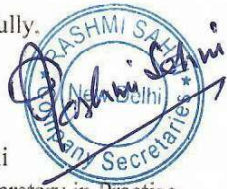
- a) 58 members have validly casted their vote for item no.1, 2 & 4 through remote e-voting offered;
- b) 53 members have validly casted their vote for item no. 3 through remote e-voting offered;
- c) 1 member have validly casted his vote for item no. 1- 4 during the AGM through e-voting.

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,



Rashmi Sahni
Company Secretary in Practice
ACS: 25681
COP: 10493

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Date: 6th August, 2022

Place: New Delhi

UDIN: A025681D000753254

CONSOLIDATED VOTING RESULTS

Item No.	1
Subject Matter of Resolution	Receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March 2022 including the Balance Sheet as at 31st March 2022, 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	42	1878660	1	1	43	1878661	99.999
Dissent/ Against	16	25	0	0	16	25	00.001
Total	58	1878685	1	1	59	1878686	100.000

Invalid Votes	0	0
Abstained Votes	0	0

Item No.	2
Subject Matter of Resolution	Appointment of M/s Mehrotra & Co., Chartered Accountants (Firm Registration No.: 000720C) as Statutory Auditors of the Company, who shall hold office for a term of five consecutive years from the conclusion of Twenty Seventh Annual General Meeting till the conclusion of the Thirty Second Annual General Meeting of the Company to be held in the year 2027
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	42	1878660	1	1	43	1878661	99.999
Dissent/ Against	16	25	0	0	16	25	00.001
Total	58	1878685	1	1	59	1878686	100.000

Invalid Votes	0	0
Abstained Votes	0	0



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Item No.	3
Subject Matter of Resolution	Appointment of Dr. Niraj Kumar Singh (DIN: 00233396) as Chairman and Managing Director of the Company for a period of 5 (Five) consecutive years with effect from 25th June, 2022, whose period of office shall not be liable to retire by rotation.
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	82457	1	1	37	82458	99.966
Dissent/ Against	17	28	0	0	17	28	0.034
Total	53	82485	1	1	54	82486	100.000

Invalid Votes	0	0
Abstained Votes	0	0

* The Promoters / Promoter Group are interested in this resolution and, therefore, did not participate in voting on the resolution.

Item No.	4
Subject Matter of Resolution	Appointment of Mr. Ankur Rawat (DIN: 07682969) as Director (Non-Executive, Non-Independent) of the Company w.e.f. June 03, 2022, liable to retire by rotation
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	41	1878657	1	1	42	1878658	99.999
Dissent/ Against	17	28	0	0	17	28	0.001
Total	58	1878685	1	1	59	1878686	100.000

Invalid Votes	0	0
Abstained Votes	0	0



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Summary of Votes Cast

Based on the aforesaid results, as the number of votes cast in favour of the resolutions was more than the number of votes cast against, I report that the Ordinary Resolutions/ Special Resolution with regard to Item no. 1 to Item no. 4 as set out in the Notice of the AGM dated July 06, 2022 have been passed with requisite majority.



Rashmi Sahni
Company Secretary in Practice
ACS: 25681
COP: 10493

Date: 6th August, 2022
Place: New Delhi
UDIN: A025681D000753254

Countersigned by:
For Sai Capital Limited

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Date: 2022.08.06
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Niraj Kumar Singh
Chairman & Managing Director
DIN No. : 00233396