

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

May 30, 2024

BSE Limited
Listing Department
1st Floor, New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal Street, Fort,
Mumbai - 400 001.

Scrip Code: 531931

Subject: Outcome of Board Meeting under Regulations 30, 33, 52 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations").

Dear Sirs,

This is in continuation to our letters dated 27th March, 2024 and 21st May, 2024.

This is to inform that pursuant to applicable provisions of the SEBI Listing Regulations, the Board of Directors ("the Board") of M/s. Sai Capital Limited ("the Company") at its meeting held today, i.e. 30th May, 2024, *inter-alia*, considered and approved:

- i. Audited financial results of the Company for the fourth quarter and financial year ended 31st March, 2024, both on Standalone and Consolidated basis, duly reviewed by the Audit Committee.

Copies of the aforesaid audited Standalone and Consolidated financial results along with the respective Auditor's Reports thereon issued by the Statutory Auditors of the Company, M/s. Mehrotra & Co., Chartered Accountants, are enclosed herewith as **Annexure - I**.

It is also hereby declared that the Statutory Auditors of the Company have given un-modified opinion on the Audited Standalone and Consolidated Financial Results of the Company for the fourth quarter and financial year ended 31st March, 2024.

- ii. On the recommendation of the Audit Committee, approved the appointment of M/s. Gupta Singh and Associates, Chartered Accountants (Firm Registration Number: 023310C) as Internal Auditors of the Company for the Financial Year 2024-25.

As per the advice of the Exchange, the matter of the Exchange pointing out the Company to be "SDD non-compliant" was put up before the Board. The proceedings in the matter and comments of the Board, thereon, are enclosed herewith as **Annexure - II**.

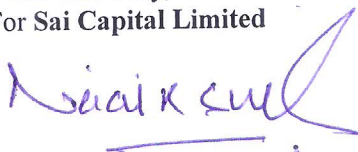
The Meeting commenced at 5:30 PM and concluded at 6:35 PM.

The Financial Results will be published in Newspapers in terms of Regulation 47 and 52(8) of SEBI Listing Regulations.

Please take the above information on record.

Thanking you,

Yours faithfully,
For Sai Capital Limited



Dr. Niraj Kumar Singh
Chairman and Managing Director

Enclosed as above

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Annexure – II

Board's Comments on the matter of SDD Non-Compliance pointed out by the Stock Exchange:

As per the advice of BSE Limited ("the Exchange"), the matter with respect to the Exchange pointing out the Company as being SDD non-compliant was put up before the Board of Directors of the Company at their Meeting held today i.e., May 30, 2024.

The reply filed by the Company with the Exchange on May 28, 2024 was tabled before the meeting and the following was noted:

- i. The Company is using Software developed by M/s. Orion Legal Supplies for the purpose of maintaining records for SDD Compliance under Regulation 3(5) and 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015.
- ii. In light of BSE Notice No. 20230329-21 dated March 29, 2023, listed entities on whom the provisions of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are applicable, are not required to submit SDD Compliance Certificate on Quarterly basis rather SDD Compliance is to be certified by a Practicing Company Secretary by way of affirmation in the Annual Secretarial Compliance Report.
- iii. The Company vide its Letter dated April 21, 2023 had also informed the Stock Exchange regarding non-applicability of issue of SDD Compliance Certificate on a Quarterly basis stating that the Company will not be submitting the SDD Compliance Certificate for the Quarter ended March 31, 2023 and the Compliance will be certified by a Practicing Company Secretary by way of affirmations in the Annual Secretarial Compliance Report of the Company.
- iv. Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is being fully complied with, by the Company.
- v. The Compliance under SDD has been duly verified by the Secretarial Auditor of the Company (Practicing Company Secretary). In addition, the Secretarial Auditor of the Company vide letter dated May 27, 2024 (*already submitted with the Exchange on May 28, 2024*), has confirmed that the Company is in Compliance with Regulation 3(5) and 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

In light of the above, the Board of Directors of the Company is of the opinion that the Company is in compliance with Regulation 3(5) and 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

The Board while taking cognizance of the matter asked the Company Secretary to reiterate to the Stock Exchange that the Company is committed to the highest standards of Corporate Governance and takes any instance of non-compliance very seriously, and that the Company has already initiated steps to address the stated non-compliance promptly, to the satisfaction of the Exchange.

On behalf of the Board, the Chairman asked the Company Secretary to closely follow up the matter with the Exchange and resolve the issue at the earliest, and report the outcome to the Board at its next meeting.

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Further, the Exchange is hereby requested to remove the remark that the Company is SDD non-compliant from the "Get Quote" Page of the Company on the Website of the Exchange.

For Sai Capital Limited

NIRAJ

KUMAR

SINGH

Digitally signed
by NIRAJ KUMAR
SINGH

Date: 2024.05.30
17:58:58 +05'30'

Dr. Niraj Kumar Singh

Chairman and Managing Director