

SAI CAPITAL LIMITED

Regd. Office: G-25, GROUND FLOOR, RASVILAS SALCON D-1, SAKET DISTRICT CENTRE, SAKET, NEW DELHI, SOUTH DELHI -110017
(CIN: L74899DL1995PLC069787), E mail: saicapitallimited@hotmail.com / cs@saicapital.co.in, Ph: 011-40234681
Website: www.saicapital.co.in

October 01, 2019

BSE Limited
Corporate Relationship Department
1st Floor, New Trading Ring,
Rotinda Building, PJ Towers,
Dalal Street, Fort,
Mumbai-400001.

Security Code No: 531931

Subject: Details of Voting Results along with Scrutinizer's Report of 24th Annual General Meeting of the Company under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sirs,

Pursuant to Clause 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, details of voting results of the 24th Annual General Meeting ("AGM") of the Company held on Monday, September 30, 2019 at 42/1, Hemkunt Colony, Greater Kailash – 1, New Delhi – 110048, along with Scrutinizer's Report, are enclosed as per the prescribed format.

We request you to take note of the same and acknowledge the receipt of this letter.

Thanking you,

Yours Faithfully,
For Sai Capital Limited

Dr. Niraj Kumar Singh
Chairman & Managing Director

Enclosed as above

Details of Voting Result

Date of AGM	Monday, September 30, 2019
Total number of shareholders on record date / cut-off date i.e., 23.09.2019 for e-voting	989
No. of Shareholders present in the meeting either in person or through proxy: <ul style="list-style-type: none"> • Promoters and Promoter Group <ul style="list-style-type: none"> - In person - In proxy - Authorized Representative of Body Corporate • Public <ul style="list-style-type: none"> - In person - In proxy - Authorized Representative of Body Corporate 	2 (Two) 3 (Three) 3 (Three) 2 (Two)
No. of Shareholders attended the meeting through Video Conferencing	Not Arranged

AGENDA-WISE VOTING RESULTS
In case of E-Voting/ Physical Ballot/ Poll

The mode of voting for all resolution was e-voting, physical ballot and poll conducted at the meeting.

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 financial statements of the Company for the financial year ended on 31st March, 2019, the Reports of Board of Directors and Auditors thereon	Ordinary	E-voting/ Physical Ballot/ Poll	The resolution was passed with requisite majority.
2	To appoint a Director in place of Mrs. Juhi Singh (DIN: 02022313), who retires by rotation and being eligible, offers herself for re-appointment	Ordinary	E-voting/ Physical Ballot/ Poll	The resolution was passed with requisite majority.
3	Authority to Board to borrow money under Section 180(1)(c) of the Companies Act, 2013 for an amount not exceeding Rs. 5,00,00,000/-	Special	E-voting/ Physical Ballot/ Poll	The resolution was passed with requisite majority.
4	Authority to Board to invest money under Section 186(3) of the Companies Act, 2013 for an amount not exceeding Rs. 5,00,00,000/-	Special	E-voting/ Physical Ballot/ Poll	The resolution was passed with requisite majority.

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 financial statements of the Company for the financial year ended on 31st March, 2019, the Reports of 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	0	0.00	0	0	0.00	0.00
	Poll		1796200	84.6186	1796200	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		2122700	1796200	84.6186	1796200	0	100.00
Public - Institutions	E-Voting	84300	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		84300	0	0.00	0	0	0.00
Public - Non Institutions	E-Voting	672300	46	0.0068	46	0	100.00	0.00
	Poll		92404	13.7445	92404	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		672300	92450	13.7513	92450	0	100.00
TOTAL		2879300	1888650	65.5941	1888650	0	100.00	0.00
Whether resolution is Pass or Not								Yes

Resolution (2)

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Description of resolution considered			To appoint a Director in place of Mrs. Juhi Singh (DIN: 02022313), who retires by rotation and being eligible, offers herself 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	0	0.00	0	0	0.00	0.00
	Poll		1796200	84.6186	1796200	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		2122700	1796200	84.6186	1796200	0	100.00
Public - Institutions	E-Voting	84300	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		84300	0	0.00	0	0	0.00
Public - Non Institutions	E-Voting	672300	46	0.0068	46	0	100.00	0.00
	Poll		92404	13.7445	92404	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		672300	92450	13.7513	92450	0	100.00
TOTAL		2879300	1888650	65.5941	1888650	0	100.00	0.00
Whether resolution is Pass or Not								Yes

Resolution (3)

Resolution required: (Ordinary/ Special)				Special				
Whether promoter/ promoter group are interested in the agenda/ resolution?				No				
Description of resolution considered				Authority to Board to borrow money under Section 180(1)(c) of the Companies Act, 2013 for an amount not exceeding Rs. 5,00,00,000/-				
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	0	0.00	0	0	0.00	0.00
	Poll		1796200	84.6186	1796200	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		2122700	1796200	84.6186	1796200	0	100.00
Public - Institutions	E-Voting	84300	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		84300	0	0.00	0	0	0.00
Public - Non Institutions	E-Voting	672300	46	0.0068	46	0	100.00	0.00
	Poll		92404	13.7445	92404	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		672300	92450	13.7513	92450	0	100.00
TOTAL		2879300	1888650	65.5941	1888650	0	100.00	0.00
Whether resolution is Pass or Not								Yes

Resolution (4)

Resolution required: (Ordinary/ Special)				Special				
Whether promoter/ promoter group are interested in the agenda/ resolution?				No				
Description of resolution considered				Authority to Board to invest money under Section 186(3) of the Companies Act, 2013 for an amount not exceeding Rs. 5,00,00,000/-				
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	0	0.00	0	0	0.00	0.00
	Poll		1796200	84.6186	1796200	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		2122700	1796200	84.6186	1796200	0	100.00
Public - Institutions	E-Voting	84300	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		84300	0	0.00	0	0	0.00
Public - Non Institutions	E-Voting	672300	46	0.0068	46	0	100.00	0.00
	Poll		92404	13.7445	92404	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		672300	92450	13.7513	92450	0	100.00
TOTAL		2879300	1888650	65.5941	1888650	0	100.00	0.00
Whether resolution is Pass or Not								Yes



**CONSOLIDATED SCRUTINIZERS' REPORT ON REMOTE E-VOTING, AND VOTING BY
BALLOT/POLLING PAPER (POLL PROCESS) FOR 24th ANNUAL GENERAL MEETING OF
SAI CAPITAL LIMITED HELD ON MONDAY 30TH SEPTEMBER, 2019 AT 11:30 AM AT 42/1,
HEMKUNT COLONY, GREATER KAILASH – 1, NEW DELHI –110048**

(Section 108 of the Companies Act read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 and any amendment thereof including Companies (Management & Administration), Amendment Rules, 2015)

Date: October 1, 2019

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 Remote E-Voting and Voting by Ballot/Polling Paper (Poll) in respect of passing of the resolutions contained in the Notice of the 24th Annual General Meeting

I, Rashmi Sahni, Practicing Company Secretary, have been appointed as Scrutinizer by the Board of Directors of Sai Capital Limited ("the Company") for the purpose of scrutinizing the process of voting through electronic means ("e-voting") and voting by Ballot/Polling Paper ("Poll") on the resolutions(s) contained in the notice dated August 14th, 2019 for calling Twenty Fourth Annual General Meeting ("the Meeting"/"AGM") of Sai Capital Limited ("the Company"), held on Monday, 30th September, 2019 at 11:30 A.M. at 42/1, Hemkunt Colony, Greater Kailash – 1, New Delhi –110048.

The said appointment as scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the 2013 Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As a scrutinizer, I've to scrutinize:

- (i) process of e-voting from a place other than the venue of the Meeting ("remote e-voting"); and
- (ii) process of voting through Ballot/Polling Paper at the Meeting ("Poll")

Management's Responsibility

The management of the Company is responsible to ensure compliance with the requirements of (i) The 2013 Act and the rules made thereunder and (ii) The SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to 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 making 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 Central Depository Services (India) Limited ("CDSL") and voting by use of ballot/polling paper at the AGM are 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, 23rd September 2019 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:-

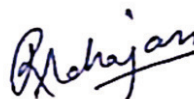
1. The remote e-voting period remained open from Friday, September 27th, 2019 (9:00 A.M.) (IST) to Sunday, September 29th, 2019 (5:00 P.M.) (IST).
2. The votes casted were unblocked on Monday, 30th September, 2019 in the presence of two witnesses Ms. Anutan and Ms. Ritu Mahajan who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

a. Name: Ms. Anutan



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 CDSL, i.e., <https://evotingindia.com>

Voting through Ballot/ Polling Paper (Poll) at the AGM

At the venue of the 24th Annual General Meeting, the Company conducted voting through Ballot Paper for those members present in the meeting but could not participate in the remote e-Voting to record their votes.

Process of scrutiny and counting of votes exercised through ballot paper:

1. One ballot box kept for the purpose of casting of votes was locked in my presence with due identification marks.
2. After the voting at the AGM was concluded, the locked ballot box was subsequently opened in my presence and in presence of two witnesses, and ballot papers were diligently scrutinized. The ballot papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
3. The Votes were reconciled with the records maintained by the Company with respect to the authorizations / proxies lodged with the Company.



4. I unblocked the remote e-voting results on the CDSL e-Voting platform before Ms. Anutan and Ms. Ritu Mahajan who acted as witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20 and downloaded the e-voting results.
5. The register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of name, address, folio number or Client ID of the Shareholders, numbers of shares held by them and nominal value of such shares. There were no shares with differential voting rights in the Company; hence there is no requirement of maintaining of list of shares with differential voting rights.

Consolidated Voting Results:

The Consolidated Voting Results with respect to each item on the agenda as set out in the Notice of the 24th AGM dated August 14th, 2019 is enclosed.

It is observed that 4 Members had cast their votes through remote e-voting and 10 Members had cast their votes through Ballot Paper at the AGM venue.

List of Members for both, remote e-voting as well as voting at the AGM, containing the details of Members who voted "FOR", "AGAINST" and those whose votes were considered as invalid, if any, have been handed over to the Company Secretary who is authorized by the Board, along with all other relevant records.

The details containing, inter alia, list of Equity Shareholders, who voted FOR or AGAINST each of the resolution put to vote, were generated from the e-voting website of CDSL, the consolidated result of Remote E- voting and Poll conducted at AGM are as under:

Sr. No.	Subject Matter (as set out in the Notice of the 24 th AGM)	Voting Process	Votes in favour of the Resolution	Votes against the Resolution	Invalid Votes	Abstained
1.	To receive consider and adopt the audited financial statements of the Company for the financial year ended on 31 st March, 2019, the Reports of Board of Directors and Auditors thereon.	E-Voting	46	-	-	-
		Poll at AGM	1888604	-	-	-
		Total	1888650	-	-	-

Sr. No.	Subject Matter (as set out in the Notice of the 24 th AGM)	Voting Process	Votes in favour of the Resolution	Votes against the Resolution	Invalid Votes	Abstained
2.	To appoint a Director in place of Mrs. Juhi Singh (DIN: 02022313), who retires by rotation and being eligible, offers herself for re-appointment.	E-Voting	46	-	-	-
		Poll at AGM	1888604	-	-	-
		Total	1888650	-	-	-



Sr. No.	Subject Matter (as set out in the Notice of the 24 th AGM)	Voting Process	Votes in favour of the Resolution	Votes against the Resolution	Invalid Votes	Abstained
3.	To increase borrowing powers of the board and authorization limit to secure the borrowings under Section 180(1)(c) of the Companies, Act, 2013	E-Voting	46	-	-	-
		Poll at AGM	1888604	-	-	-
		Total	1888650	-	-	-

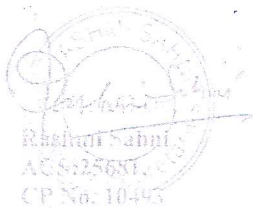
Sr. No.	Subject Matter (as set out in the Notice of the 24 th AGM)	Voting Process	Votes in favour of the Resolution	Votes against the Resolution	Invalid Votes	Abstained
4.	To approve the limits for the Loans and Investment by the Company in terms of the provisions Section 186 of the Companies Act, 2013	E-Voting	46	-	-	-
		Poll at AGM	1888604	-	-	-
		Total	1888650	-	-	-

Summary of Votes Cast

Result:

We report that pursuant to the provisions of Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, the Ordinary Resolutions mentioned under item No 1, & 2 and Special Resolution under item No. 3 & 4 as set out in the Notice of the 24th AGM dated August 14th, 2019 have been passed by the shareholders with requisite majority. Hence, the resolutions are deemed to be passed with requisite majority.

For Rashmi Sahini

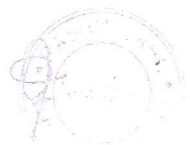


Countersigned by:
For Sai Capital Limited

Niraj Kumar Singh
Chairman & Managing Director
DIN No:00233396

Place: New Delhi
Date : 01.10.2019

Enclosure: -A (Voting Result) attached



1. To receive consider and adopt the audited financial statements of the Company for the financial year ended on 31st March, 2019, the Reports of Board of Directors and Auditors thereon.

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
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
Promoter and Promoter Group	E-Voting	2122700	0	0.00	0	0	0.00	0.00
	Poll		1796200	84.6186	1796200	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		2122700	1796200	84.6186	1796200	0	100.00
Public-Institutions	E-Voting	84300	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		84300	0	0.00	0	0	0.00
Public- Non Institutions	E-Voting	672300	46	0.0068	46	0	100.00	0.00
	Poll		92404	13.7445	92404	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		672300	92450	13.7513	92450	0	100.00
	Total	2879300	1888650	65.5941	1888650	0	100.00	0.00
Whether resolution is Pass or Not.							Yes	



2. To appoint a Director in place of Mrs. Juhi Singh (DIN: 02022313), who retires by rotation and being eligible, offers herself for re-appointment.

Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
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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Promoter and Promoter Group	E-Voting	2122700	0	0.00	0	0	0.00	0.00
	Poll		1796200	84.6186	1796200	0	100.00	0.00
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	Total		1796200	84.6186	1796200	0	100.00	0.00
Public-Institutions	E-Voting	84300	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	672300	46	0.0068	46	0	100.00	0.00
	Poll		92404	13.7445	92404	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		92450	13.7513	92450	0	100.00	0.00
Total		2879300	1888650	65.5941	1888650	0	100.00	0.00
Whether resolution is Pass or Not.							Yes	



3. To increase borrowing powers of the board and authorization limit to secure the borrowings under Section 180(1)(c) of the Companies, Act, 2013

Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
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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Public-Institutions	E-Voting	84300	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		84300	0	0.00	0	0	0.00
Public- Non Institutions	E-Voting	672300	46	0.0068	46	0	100.00	0.00
	Poll		92404	13.7445	92404	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		672300	92450	13.7513	92450	0	100.00
Total		2879300	1888650	65.5941	1888650	0	100.00	0.00
Whether resolution is Pass or Not.							Yes	



4. To approve the limits for the Loans and Investment by the Company in terms of the provisions Section 186 of the Companies Act, 2013

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
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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Promoter and Promoter Group	E-Voting	2122700	0	0.00	0	0	0.00	0.00
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	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
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Public-Institutions	E-Voting	84300	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		84300	0	0.00	0	0	0.00
Public- Non Institutions	E-Voting	672300	46	0.0068	46	0	100.00	0.00
	Poll		92404	13.7445	92404	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		672300	92450	13.7513	92450	0	100.00
Total		2879300	1888650	65.5941	1888650	0	100.00	0.00
Whether resolution is Pass or Not.							Yes	

