

Ref. No.: SCML/2023-24/156

To
Listing Operations
BSE Ltd
PhirozeJeejeebhoy Towers
Dalal Street, Mumbai- 400001

Date: August 22, 2023

Scrip Code: 511700

Dear Sir/Madam,

Subject: Disclosure of Voting Results of the Postal Ballot process.

We are enclosing herewith following documents:

1. Proceedings of the Postal Ballot
2. Voting results in respect of the Postal Ballot process, as required under Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015; and
3. Scrutinizers Report

Kindly take the above on record and oblige.

Thanking you,

Yours faithfully,
For Standard Capital Markets Limited

Vineeta Gautam
Company Secretary

Summary of the proceedings of the resolution passed by way of Postal Ballot by the Shareholders of Standard Capital Markets Limited, on August 20, 2023

Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had issued a Postal Ballot Notice dated July 21, 2023 to obtain approval of shareholders through Postal Ballot / e—voting for the following business:

1. Increase in Authorized Share Capital from existing INR 50,00,00,000/- to INR 100,00,00,000/- and Consequent Memorandum of Association of the Company.
2. Reclassification of Promoter & Promoter Group category to “Public” category.
3. To Pay Sitting Fees to Mr. Deepak Singhal, Non-Executive Director Cum Chairman of the Company
4. To approve raising of funds through secured/unsecured loan with an option to conversion into equity shares upto INR 500 Crore.
5. Alteration of the Object Clause of the Memorandum of Association of the Company.

The Board of Directors had engaged services of Central Depository Services (India) Limited (“CDSL”) to provide e-voting facility to all the members as on cut-off date i.e. July 18, 2023.

The Remote e-voting facility to members was provided through Skyline Financial Services Pvt. Ltd., the Registrar and Transfer Agent. The remote e-voting period commences from 9.00 a.m. (IST) on Saturday, July 22, 2023 and ends at 5.00 p.m. (IST) on Sunday, August 20, 2023. A newspaper advertisement as required under the Companies Act, 2013 was published in “Financial Express” for English Language national daily wide circulation and “Jansatta” newspaper in Hindi (Regional) language newspapers on 22nd August, 2023.

The Board appointed Mr. Anu Malhotra (ACS No. 39971 & C.P. No: 16221), Practicing Company Secretary, Ghaziabad, as the scrutinizer (the “Scrutinizer”) for conducting the postal ballot process through remote e-voting in a fair and transparent manner. The Scrutinizer is willing to be appointed and be available for the purpose of ascertaining the requisite majority.

Due to outbreak of Covid-19 pandemic, physical ballots were not dispatched to shareholders, accordingly, the communication of the assent and dissent of the members had taken place through remote e-voting process only.

The members of the Company whose name were recorded in the Register of Members or in the Register of Beneficial owners maintained for it by the depositories (in case of share held in dematerialized form) as on the cut-off date i.e., 18 July, 2023 were entitled to avail the Remote e-voting facility, in respect of resolution set out in the Postal Ballot Notice.

In terms of Postal Ballot notice the E-voting commenced on 22nd July, 2023 (09:00 A.M. IST) and ended on 20th August, 2023 (05:00 P.M. IST).

All votes cast through e-voting during the abovementioned period, were considered for scrutiny and at the end of Remote e-voting period, the remote evoting facility was blocked by Central Depository Services (India) Limited (CDSL).

We, have scrutinized and reviewed the remote e-voting and votes tendered therein ("CDSL") e-voting system. After the time fixed for closing of the e-voting i.e., 5:00 P.M. on 20th August, 2023, an electronic report of the e-voting was generated by me by accessing the data available from the website <https://www.evotingindia.com/> of CDSL. Based on such reports generated by CDSL and relied upon by me, data regarding the e-votes was scrutinized on test check basis.

The Scrutinizer after scrutiny of all Postal Ballot Forms / e-voting received within the scheduled time has submitted his report on August 22, 2023.

The results of the Postal Ballot as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are enclosed herewith.

On the basis of Scrutinizer's report, we hereby declare the result of Postal ballot / e-voting on August 22, 2023. The resolutions as mentioned in the Postal Ballot Notice are duly passed with requisite majority as on August 20, 2023.

For Standard Capital Markets Limited

Ram Gopal Jindal
Managing Director
Din No: 06583160

General information about company	
Scrip code	511700
NSE Symbol	
MSEI Symbol	
ISIN	INE625D01010
Name of the company	Standard Capital Markets Limited
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	20-08-2023
Start time of the meeting	
End time of the meeting	

Scrutinizer Details

Name of the Scrutinizer	Anu Malhotra
Firms Name	Anu Malhotra & Associates
Qualification	CS
Membership Number	39971
Date of Board Meeting in which appointed	17-07-2023
Date of Issuance of Report to the company	22-08-2023

Voting results

Voting results	
Record date	18-07-2023
Total number of shareholders on record date	4528
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Increase in Authorized Share Capital from existing INR 50,00,00,000/-to INR 1,00,00,00,000/- and Consequent Memorandum of Association 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 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	8752280	8557428	97.7737	8557428	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		8752280	8557428	97.7737	8557428	0	100
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	40247820	28854420	71.6919	28854415	5	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		40247820	28854420	71.6919	28854415	5	100
Total		49000100	37411848	76.3506	37411843	5	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Reclassification of Promoter and Promoter Group category to 'Public' category.				
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	8752280	8557428	97.7737	8557428	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		8752280	8557428	97.7737	8557428	0	100
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	40247820	28854420	71.6919	28854415	5	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		40247820	28854420	71.6919	28854415	5	100
Total		49000100	37411848	76.3506	37411843	5	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Pay Sitting Fees to Mr. Deepak Singhal, Non-Executive Director cum Chairman 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 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	8752280	8557428	97.7737	8557428	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		8752280	8557428	97.7737	8557428	0	100
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	40247820	28854420	71.6919	28854415	5	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		40247820	28854420	71.6919	28854415	5	100
Total		49000100	37411848	76.3506	37411843	5	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

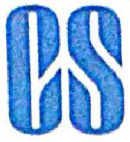
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve raising of funds through secured/unsecur				
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	8752280	8557428	97.7737	8557428	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		8752280	8557428	97.7737	8557428	0	100
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	40247820	28854420	71.6919	28854415	5	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		40247820	28854420	71.6919	28854415	5	100
Total		49000100	37411848	76.3506	37411843	5	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Alteration of the Object Clause of the Memorandum of Association 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 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	8752280	8557428	97.7737	8557428	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		8752280	8557428	97.7737	8557428	0	100
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	40247820	28854420	71.6919	28854415	5	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		40247820	28854420	71.6919	28854415	5	100
Total		49000100	37411848	76.3506	37411843	5	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



ANU MALHOTRA & ASSOCIATES
COMPANY SECRETARIES FIRM

REPORT OF SCRUTINIZER

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Standard Capital Markets Limited

Subject: Scrutinizer's Report on postal ballot through remote e-voting in respect of passing of resolution set-out in the notice dated July 21, 2023

Dear Sir/ Madam,

I, Anu Malhotra, Practicing Company Secretary have been appointed as the Scrutinizer by the Board of Directors of the **Standard Capital Markets Limited** pursuant to Section 108 and Section 110 of the Companies Act 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 for the purposes of scrutinizing the postal ballot through e-voting in respect of the below stated resolution as proposed in the Postal Ballot Notice dated July 21, 2023 and I submit my report as under:

1. Management Responsibility

The management is responsible for ensuring compliance under the provisions of Section 110, and other applicable provisions of the Companies Act, 2013, as amended (the "**Act**"), read together with the Rule 20 and 22 Companies (Management and Administration) Rules, 2014, as amended (the "**Management Rules**"), General Circular Nos. 14/2020 dated April, 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021 and 3/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs, Government of India (the "**MCA Circulars**"), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) in respect of postal ballot through remote e- voting.

The Postal Ballot Notice dated July 21, 2023, along with explanatory statement setting out material facts under Section 102 of the Act was sent only through electronic mode to those Members whose e-mail addresses were registered with the Company/Depositories

2. Scrutinizer's Responsibility

My responsibility as the Scrutinizer of the voting process, is restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolution stated in the Postal Ballot Notice, based on the reports generated from the E-voting system provided by Central Depository Services Limited ("**CDSL**") the service provider.

The Company had availed the e-voting facility offered by CDSL for conducting e-voting by electronic means.

3. "Cut-off Date"

The shareholders of the Company holding shares as on the cut-off date of July 18, 2023, were entitled to vote on the resolution as contained in the postal ballot notice.

4. Postal Ballot Process

In accordance with the Postal Ballot Notice and the 'Advertisement' published pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014, the Postal ballot through e-voting commenced at 09:00 A.M. IST on July 22, 2023, and ended on August 20, 2023 05:00 P.M. IST, and the e-voting module was blocked by CDSL thereafter.

The Votes cast under e-voting were thereafter unblocked and downloaded on August 21, 2023, at 12:09 P.M. from the portal of CDSL.

I have scrutinized and reviewed the remote e-voting based on the data downloaded from the CDSL e-voting system, at <https://www.evotingindia.com/>

5. Postal Ballot Result

Resolution:

I, now submit my report as under on the results of the remote e-voting in respect of the Resolutions;

Resolution No. 1- As an Ordinary Resolution

Increase in Authorized Share Capital from existing INR 50,00,00,000/-to INR 1,00,00,00,000/- and Consequent Memorandum of Association of the Company.

(i) Voting "in favour" of resolution

Number of Members	Number of Votes cast by them(shares)	% of total number of valid votes cast
73	3,74,11,843	99.9999866

(ii) Valid Votes "against" the Resolution

Number of Members	Number of Votes cast by them(shares)	% of total number of valid votes cast
4	5	0.0000134

(iii) Invalid Votes

Number of Members	Number of Votes cast by them(shares)	% of total number of valid votes cast
0	0	0

Resolution No. 2 - As an Ordinary Resolution

Reclassification of Promoter and Promoter Group category to `Public` category.

(1) Voting "in favour" of resolution

Number of Members	Number of Votes cast by them(shares)	% of total number of valid votes cast
73	3,74,11,843	99.9999866

(ii) Valid Votes "against" the Resolution

Number of Members	Number of Votes cast by them(shares)	% of total number of valid votes cast
4	5	0.0000134

(3) Invalid Votes

Number of Members	Number of Votes cast by them(shares)	% of total number of valid votes cast
0	0	0

Resolution No. 3 - As a Special Resolution

To Pay Sitting Fees to Mr. Deepak Singhal, Non-Executive Director cum Chairman of the Company.

(1) Voting "in favour" of resolution

Number of	Number of Votes cast	% of total number of valid
------------------	-----------------------------	-----------------------------------

Members	by them(shares)	votes cast
73	3,74,11,843	99.9999866

(ii) Valid Votes **“against”** the Resolution

Number of Members	Number of Votes cast by them(shares)	% of total number of valid votes cast
4	5	0.0000134

(3) Invalid Votes

Number of Members	Number of Votes cast by them(shares)	% of total number of valid votes cast
0	0	0

Resolution No. 4 - As a Special Resolution

To approve raising of funds through secured/unsecured loan with an option to conversion into equity shares upto INR 500 Crore.

(1) Voting **"in favour"** of resolution

Number of Members	Number of Votes cast by them(shares)	% of total number of valid votes cast
73	3,74,11,843	99.9999866

(ii) Valid Votes **“against”** the Resolution

Number of Members	Number of Votes cast by them(shares)	% of total number of valid votes cast
4	5	0.0000134

(3) Invalid Votes

Number of Members	Number of Votes cast by them(shares)	% of total number of valid votes cast
0	0	0

Resolution No. 5 - As a Special Resolution

Alteration of the Object Clause of the Memorandum of Association of the Company.

(1) Voting **"in favour"** of resolution

Number of Members	Number of Votes cast by them(shares)	% of total number of valid votes cast
73	3,74,11,843	99.9999866

(ii) Valid Votes “**against**” the Resolution

Number of Members	Number of Votes cast by them(shares)	% of total number of valid votes cast
4	5	0.0000134

(3) Invalid Votes

Number of Members	Number of Votes cast by them(shares)	% of total number of valid votes cast
0	0	0

6. Custody of Records

All electronic data and relevant records of e-voting have been handed over to the Company Secretary for safe keeping.

Based on the above information, you may kindly announce the results.

Thanking You.

Yours faithfully,

**For Anu Malhotra & Associates
Company Secretaries
(Peer Reviewed Unit)**

**Countersigned by
For Standard Capital Markets Limited**

ANU
MALHO
TRA

Digitally signed
by ANU
MALHOTRA
Date: 2023.08.22
14:42:40 +05'30'

**Anu Malhotra
M.No.: 39971
COP No.: 16221
Peer Review No.: 3819/2023**

**Vineeta Gautam
Company secretary & compliance officer
M No.: A50221**

Place: Ghaziabad

Date: 22.08.2023

UDIN: A039971E000835953