



D A Kamat & Co
Company Secretaries
Website: csdakamat.com

SCRUTINIZER REPORT

**[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies
(Management and Administration) Rules, 2014**

To,
Shri Dr. Nitin Jawale
Managing Director and Chairman of the Meeting
SICOM Limited
Solitaire Corporate Park, Building No. 4,
Guru Hargovindji Road, Andheri (East) Mumbai-400093

Kind Attention: Mrs. Chetna Vasani, Company Secretary

Dear Sir,

Sub: Scrutinizer's Report on remote e-voting and e-voting conducted pursuant to the provisions of Section 108 of Companies Act, 2013 ("The Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended at the 57th Annual General Meeting of the Company held on Friday, 29th September, 2023 at 03:30 P.M. IST.

I, **CS Rachana Shanbhag**, Partner, **M/s D.A. Kamat & Co, Company Secretary**, Mumbai (FCS: **8227**) have been appointed as a Scrutinizer in the Meeting of the Board of Directors of the Company, **SICOM Limited** held on 05th September, 2023 for the purpose of scrutinising the e-voting process, at the 57th Annual General Meeting, pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended and applicable) on the resolutions contained in the Notice dated 6th September, 2023 for the 57th Annual General Meeting held through Video Conferencing ("**VC**") or Other Audio Visual Means ("**OAVM**"), on **Friday, 29th September, 2023 at 03:30 P.M. IST.**

1. The Company has provided the facility of remote e-voting at the AGM on the resolutions specified in the Notice to the 57th Annual General Meeting dated 6th September, 2023.
2. The Management of the Company is responsible to ensure that the compliance of the requirements of the Companies Act, 2013 and rules made there under, relating to remote e-voting and e-voting at AGM, on the resolutions as contained in the aforementioned notice is undertaken. Our responsibility as a Scrutinizer is to scrutinise and ensure that the voting done through remote e-Voting and e-voting at AGM is done in a fair and transparent manner and to make a Scrutinizers Report on the votes cast "for" and



RMS

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- voting done through remote e-Voting and e-voting at AGM is done in a fair and transparent manner and to make a Scrutinizers Report on the votes cast "for" and "against" the resolutions stated in the notice of the AGM, based on the reports generated from the remote e-voting system provided by Link Intime India Private Limited (INSTAVOTE-LINKINTIME), the authorised agency appointed by the company to provide e-voting facilities and e-Voting at the AGM.
3. The Chairman at the 57th Annual General Meeting held on **Friday, 29th September, 2023** announced that members who have not exercised their votes through remote e-voting may undertake the same after the discussions on the AGM agenda. As informed by the Company, the e-voting was kept open for a period of 15 (Fifteen) minutes after the discussion of the proceedings of the AGM.
 4. The members of the Company, as on the "**cut-off date**" i.e. **22nd September, 2023** were entitled to vote on the resolutions as set out in the Notice of the 57th Annual General Meeting of the Company.
 5. The Notice of AGM was sent by the Company electronically to all members on Wednesday, 06th September, 2023. The AGM notice contained the detailed procedure to be followed by the members who were desirous of casting their votes electronically as well as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014 read with the General Circular No. 18/2020, 19/2020, 20/2020 and 20/2022 issued by MCA in this regard ("**MCA Circulars**").
 6. The Company published an Advertisement in Free press journal (All Editions) in English Language and in Navshakti (Mumbai Edition) in Marathi Language on **Wednesday, 6th September, 2023** as mandated under 3(A) (IV) of the General Circular No. 20/2020 dated 5th May, 2020 requesting members to update their e-mail address with the RTA, depositories and Company.
 7. The Company published an Advertisement in Free press (All Editions) in English Language and in Navshakti (Mumbai Edition) in Marathi Language on **Thursday, 7th September, 2023** provided the details of the despatch of Notice, details of cut-off date and e-voting facilities provided by the Company, as required under Rule 20 of Companies (Management and Administration) Rules, 2014.
 8. The remote e-voting commenced from Tuesday, 26th September, 2023 (9:00 AM IST) till Thursday, 28th September, 2023 (5:00 PM IST) and the LINKINTIME e-voting platform was





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blocked by LINKINTIME thereafter. Remote e-votes casted during this period have been considered for scrutiny.

9. At the 57th AGM, the voting was conducted through e-voting (at AGM) and remote e voting was unblocked in the presence of two witnesses, who are not in employment of the Company –



Mrs. Kenali Shah



Ms. Vidhi Rathod

10. On the basis of the votes cast by the members, by the way of electronic voting, remotely and at the AGM held on 29th September, 2023 I have issued my Scrutinizer's Report dated 29th September, 2023.
11. A summary of the votes cast by the members through remote e-voting, and e-voting at the 57th AGM with their pattern of voting is attached as an Annexure I to this Report.
12. The Results of the electronic voting (including remote e-voting and e-voting at the AGM) is as follows:

Sr. No	Particulars	Type of Resolution	Result
Ordinary Business			
1	To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended March 31, 2023 and the Reports of the Board of Directors and Statutory Auditors thereon.	Ordinary	Passed Unanimously
2	To appoint Shri Rahul Gupta, (DIN: 03068111) as a Nominee Director of the Company, who retires by rotation and being eligible, offer himself for re-appointment.	Ordinary	Passed Unanimously
Special Business			
3	Appointment of Shri Deependra Singh Kushwah (DIN: 09793623), Nominee of the Government of Maharashtra, as nominee Director of the Company.	Ordinary	Passed Unanimously





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4	Appointment of Dr. Vipin Sharma (DIN:07318439), Nominee of the Government of Maharashtra, as a Nominee Director of the Company.	Ordinary	Passed Unanimously
5	Appointment of Shri. Sandeep Chitnis (DIN: 02908667) as an Independent (Non- Executive) Director of the Company.	Special	Passed Unanimously
6	Appointment of Shri. Ashok Paranjpe (DIN:07440788) as an Independent (Non-Executive) Director of the Company.	Special	Passed Unanimously

13. There were no invalid votes cast on the resolutions put forth for e-voting.

14. The Register and all other papers and relevant records containing the details of equity shareholders who have voted "In Favour" or "Against" for each resolution under remote e-voting done at the AGM remain in our safe custody until the Chairman approves and signs the Minutes of the aforesaid AGM and the same would thereafter be handed over to the Company Secretary.

15. Based on the above, the Resolution Nos. 1 to 6 may be deemed to have been passed unanimously as on date of AGM i.e. 29th September, 2023.

Thank You
For, D.A. Kamat & Co.
Company Secretaries

RH Shanbhag

Rachana Shanbhag
Partner
FCS 8227
CP 9297
UDIN: F008227E001128874
Place: Mumbai
Date: 29th September, 2023



Countersigned by
For, SICOM Limited

Chetna Vasani

Chetna Vasani
Company Secretary
(Duly Authorised by Chairman)
Date: 29th September, 2023



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ANNEXURE - I
TO SCRUTINISER REPORT FOR 57TH AGM

The summary of votes cast through ELECTRONIC VOTING (Remotely and during AGM) at the 57th AGM for each of the resolutions is as follows:

Resolution No. 1: To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended March 31, 2023 and the Reports of the Board of Directors and Statutory Auditors thereon

(a) Votes in favour of the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
12	29823300	100

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
0	0	0

Result: Passed Unanimously

Resolution No. 2: To appoint Shri Rahul Gupta, (DIN: 03068111) as a Nominee Director of the Company, who retires by rotation and being eligible, offer himself for re-appointment.

(a) Votes in favour of the resolution:

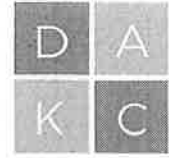
No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
12	29823300	100

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
0	0	0

Result: Passed Unanimously





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Resolution No. 3: Appointment of Shri Deependra Singh Kushwah (DIN: 09793623), Nominee of the Government of Maharashtra, as nominee Director of the Company

(a) Votes in favour of the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
12	29823300	100

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
0	0	0

Result: Passed Unanimously

Resolution No. 4: Appointment of Dr. Vipin Sharma (DIN:07318439), Nominee of the Government of Maharashtra, as a Nominee Director of the Company

(a) Votes in favour of the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
12	29823300	100

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
0	0	0

Result: Passed Unanimously

Resolution No. 5: Appointment of Shri. Sandeep Chitnis (DIN: 02908667) as an Independent (Non- Executive) Director of the Company

(a) Votes in favour of the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
12	29823300	100

(b) Votes against the resolution:





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No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
0	0	0

Result: Passed Unanimously

Resolution No. 6: Appointment of Shri. Ashok Paranjpe (DIN:07440788) as an Independent (Non-Executive) Director of the Company.

(a) Votes in favour of the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
12	29823300	100

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
0	0	0

Result: Passed Unanimously



