

May 07, 2025

BSE Ltd.

The Corporate Relationship
Department
1st Floor, New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal Street, Fort,
Mumbai - 400 001.

Email : corp.relations@bseindia.com

The Secretary

The Calcutta Stock Exchange Ltd.

7, Lyons Range,
Kolkata - 700 001.

Email : listing@cse-india.com

Company Code No. 029093

Code No. 530419

Dear Sir / Madam,

Sub: Postal Ballot - Electronic Voting Results along with Scrutinizer's Report and Proceedings

Ref: Regulation 30 and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

This is in continuation to our earlier intimation dated April 02, 2025 (Notice of Postal Ballot) and May 06, 2025 (Intimation regarding conclusion of the e-voting for Postal Ballot), we hereby further intimate you that the following special resolution as proposed in the Postal Ballot Notice dated February 04, 2025 has been approved by the shareholders of the Company through remote e-voting -

Resolution No.	Description
1	Re-appointment of Mr. Bhawani Shankar Rath (DIN: 00028499) as Whole-time Director of the Company

In this regard, please note that Mr. Asit Kumar Labh, Practicing Company Secretary (Membership No. ACS-32891/ CP No. 14664), who was appointed as the Scrutinizer for the aforesaid Postal Ballot process has submitted his Report on Wednesday, 07th May, 2025.

We are enclosing herewith the following:

1. Proceedings of the Postal Ballot as required under Regulation 30 read with Part-A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13 July, 2023.

2. Scrutinizer's report on e-voting submitted by the Scrutinizer, Mr. Asit Kumar Labh, Company Secretary in Practise (FCS: 32891; CP No.: 14664), pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 (as amended).
3. The details of e-voting results of the Postal Ballot under Regulation 44(3) of SEBI Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11 July, 2023.

The aforesaid Resolution has been passed by the Members with requisite majority.

The above are also being uploaded on the Company's website under the URL <https://www.sumedhafiscal.com/postal-ballot/>

This is for your information and record.

Thanking You.

Yours faithfully,

For **Sumedha Fiscal Services Ltd.**

Dhwani Fatehpuria

Company Secretary & Compliance Officer

ICSI Membership No. FCS12817

Encl.: as above.

SUMMARY OF THE PROCEEDINGS OF THE POSTAL BALLOT

Pursuant to the provisions of Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the 'Rules'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), Secretarial Standard-2 on General Meetings (the 'SS-2'), General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, and subsequent circulars issued in this regard, the latest being 9/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars"), the Board of Directors in its meeting held on February 04, 2025 approved the notice of postal ballot seeking approval of shareholders by means of postal ballot through remote e-voting.

In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice was sent only through electronic mode to those Members whose e-mail addresses were registered with the Company/Depositories. Dispatch of the Postal Ballot Notice dated February 04, 2025 was completed on April 02, 2025, in electronic mode through e-voting agency CDSL to the shareholders, whose name(s) appeared on the Register of Members/ List of beneficiaries as on March 28, 2025. Assent or dissent of the Members on the resolution contained therein were sought only through remote e-voting.

The Postal Ballot Notice advertisement containing relevant details as required by the Companies (Management and Administration) Rules, 2014 including any statutory modification or re-enactment thereof for the time being in force, was published on April 03, 2025 in Financial Express (in English) and Aajkal (in Bengali), having electronic edition.

Mr. Asit Kumar Labh, a Practicing Company Secretary (ACS 32891/ C.P. No.: 14664) was appointed as Scrutinizer for conducting the postal ballot process through remote e-voting in a fair and transparent manner. The period of remote e-voting was commenced on Monday, April 07, 2025 at 9.00 a.m. (IST) and closed on Tuesday, May 06, 2025 at 5.00 p.m. (IST).

Mr. Asit Kumar Labh, the Scrutinizer, submitted his report on May 07, 2025 and the results of Postal Ballot through remote e-voting were declared on Wednesday, May 07, 2025 by the Company Secretary.

The results of postal ballot voting (through e-voting) along with the Scrutinizer's Report are being submitted to the Stock Exchanges where the securities of the Company are listed and placed on the website of the Company at <https://www.sumedhafiscal.com/postal-ballot/>. The same is being uploaded on CDSL's designated Portal.

The details of voting on the Resolutions as per the Scrutinizer's Report are as under:

SPECIAL BUSINESS:

Resolution 1: Special Resolution

Re-appointment of Mr. Bhawani Shankar Rathi (DIN: 00028499) as Whole-time Director of the Company

“**RESOLVED THAT** pursuant to provisions of Sections 196, 197, 198, 203 and other applicable provisions if any, of the Companies Act, 2013 (“The Act”) read with Schedule V to the Act and the Companies (Appointment and Remunerations of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), consent of the members of the Company be and is hereby accorded for re-appointment of Mr. Bhawani Shankar Rathi (DIN: 00028499), designated as Whole-time-Director of the Company for a further period of 3 (three) years, with effect from 01.04.2025, on the terms and conditions including remuneration as set out in explanatory statement attached hereto and forming part of this resolution notwithstanding that the remuneration may exceed the limits prescribed in the provisions of Sections 197, 198 and Schedule V of the Companies Act, 2013 in case of no profits / inadequate profits during any financial year / period in between.

RESOLVED FURTHER THAT notwithstanding anything contained in Sections 197, 198 and Schedule V of the Companies Act, 2013 or any amendments / re-enactment thereof or any revised/ new schedule thereof, in the event of absence of profits or inadequate profits in any financial year, the salary, perquisites and statutory benefits as set out in the explanatory statement forming part of this resolution be paid as minimum remuneration to Mr. Bhawani Shankar Rathi (DIN: 00028499), designated as Whole-time Director of the Company even if it exceeds the various stipulated limits of the various provisions of the Companies Act, 2013 or the rules related thereto during any financial year / period in between.

RESOLVED FURTHER THAT the Board (the term “Board” includes Board of Directors of Company and the Nomination and Remuneration Committee) be and is hereby authorized to vary and / or modify the terms and conditions including remuneration, benefits and perquisites payable / made available to the appointee in such manner as may be agreed upon between the board and the appointee.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all acts, deeds and things and execute all such documents, instruments and writings, as may be required and to delegate all or any of its powers herein conferred to any committee of directors or to any director or to any employee of the Company to give effect to the aforesaid resolutions.”

The following is the summary of the report submitted by the Scrutinizer:

(i) Voted **in favour** of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	80	3893118	99.97%

(ii) Voted **against** the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	9	1259	0.03%

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

The proposed Resolution has therefore been passed with requisite majority by the shareholders of the Company.

Accordingly, the resolutions as set out in the Notice have been approved and passed by the shareholders. The resolutions specified in the Notice are deemed to be passed on the last date of remote e-voting i.e. Tuesday, May 06, 2025.

Place : Kolkata
Date : May 07, 2025

Dhwani Fatehpuria
Company Secretary & Compliance Officer



SCRUTINIZER'S REPORT

To
The Chairman
Sumedha Fiscal Services Limited
6A Geetanjali
8B Middleton Street
Kolkata – 700071

Dear Sir,

I, Asit Kumar Labh, Practising Company Secretary (ACS - 32891 / CP - 14664), was appointed as the Scrutinizer in connection with the Postal Ballot process conducted by “*Sumedha Fiscal Services Limited*” (“Company”) in terms of MCA Circular No. 14/2020 dated 8th April, 2020, MCA Circular No. 17/2020 dated 13th April, 2020, MCA Circular No. 22/2020 dated 15th June, 2020, MCA Circular No. 33/2020 dated 28th September, 2020, MCA Circular No. 39/2020 dated 31st December, 2020, MCA Circular No. 10/2021 dated 23rd June, 2021, MCA Circular No. 20/2021 dated 8th December, 2021, MCA Circular No. 3/2022 dated 5th May, 2022, MCA Circular No. 11/2022 dated 28th December, 2022, MCA Circular No. 09/2023 dated 25th September, 2023 and MCA Circular No. 09/2024 dated 19th September, 2024 (collectively referred as “MCA Circulars”) for the purpose of scrutinizing the electronic voting process through remote e-voting (“e-voting”) in a fair and transparent manner in terms of the resolution of the Board of Directors of the Company dated 4th February, 2025.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and Rules relating to e-voting on the resolution contained in the Notice of Postal Ballot dated 4th February, 2025. My responsibility as a Scrutinizer for the voting process through e-voting is restricted to make a Scrutinizer's Report of the votes cast “in favour” or “against” the resolution, based on the reports generated from the e-voting system of Central Depository Services (India) Limited, (“CDSL”), the agency engaged by the Company to provide e-voting facility.

I submit my report as under:

- (a) The Company has completed dispatch of the Notice of Postal Ballot through electronic mode on 2nd April, 2025 to its members, whose name(s) appeared on the Register of Members / list of beneficiaries as on the close of business hours on Friday, 28th March, 2025.





- (b) Members were provided the opportunity to cast their vote(s) through electronic voting system in terms of the platform as provided by CDSL e-voting system (<https://www.evotingindia.com>).
- (c) The e-voting period remained open from 09:00 A.M. IST on Monday, 7th April, 2025 up to 5:00 P.M. IST end on Tuesday, 6th May, 2025.
- (d) The shareholders holding shares as on the "cut off" date, i.e. Friday, 28th March, 2025 were entitled to vote on the proposed 1 (One) resolution as mentioned in the Notice of Postal Ballot dated 4th February, 2025.
- (e) The result of the e-voting was downloaded after 5:00 P.M. on Tuesday, 6th May, 2025 from CDSL website providing the platform for e-voting system (<https://www.evotingindia.com>) and were unblocked in the presence of two witnesses, namely, Ms. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Behala, Kolkata - 700060 and Ms. Muskan Jaiswal, residing at 54/A, Nirmal Chandra Street, Kolkata - 700012, not in employment of the Company.
- (f) The summary of the votes casted through e-voting (EVSN: 250318001) is as follows :-

SPECIAL BUSINESS:**Special Resolution**

Re-appointment of Mr. Bhawani Shankar Rath (DIN: 00028499) as Whole-time Director of the Company

(i) *Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote E-voting	80	3893118	99.97%





(ii) Voted **against** the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote E-voting	9	1259	0.03%

(iii) **Invalid Votes:**

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0

(g) The proposed resolution has therefore been passed with requisite majority by the Shareholders of the Company.

(h) You may accordingly declare the result of Postal Ballot through e-voting.

(i) The electronic data, e-voting registers and other documents related thereto are returned herewith for your safe custody.

Thanking You,

Yours truly,



(CS Asit Kumar Labh)

Practicing Company Secretary

ACS - 32891 / CP No. - 14664

UDIN: A032891G000286641



Place : Kolkata

Dated : 07.05.2025



Witness:

1.

(Anushree Dasgupta)

28/N, Dwijen Mukherjee Road, Behala
Kolkata - 700060

2.

(Muskan Jaiswal)

54/A, Nirmal Chandra Street
Kolkata - 700012



Received the Report of the Scrutinizer
For Sumedha Fiscal Services Ltd

DHWANI

FATEHPURIA

Digitally signed by
DHWANI FATEHPURIA
Date: 2025.05.07
15:13:05 +05'30'

(Dhwani Fatchpuria)
Company Secretary and Compliance Officer
Membership No.: FCS12817

General information about company	
Scrip code	530419
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE886B01012
Name of the company	SUMEDHA FISCAL SERVICES LTD
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	06-05-2025
Start time of the meeting	
End time of the meeting	

Scrutinizer Details	
Name of the Scrutinizer	ASIT KUMAR LABH
Firms Name	
Qualification	CS
Membership Number	32891
Date of Board Meeting in which appointed	04-02-2025
Date of Issuance of Report to the company	07-05-2025

Voting results	
Record date	28-03-2025
Total number of shareholders on record date	8749
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	1
Disclosure of notes on voting results	<div>Add Notes</div>

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Mr. Bhawani Shankar Rathi (DIN: 00028499) as Whole-time Director 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	3857709	3687839	95.5966	3687839	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	3857709	3687839	95.5966	3687839	0	100.0000	0.0000
Public- Institutions	E-Voting	21100	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	21100	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	4105615	206538	5.0306	205279	1259	99.3904	0.6096
	Poll							
	Postal Ballot (if applicable)							
	Total	4105615	206538	5.0306	205279	1259	99.3904	0.6096
Total		7984424	3894377	48.7747	3893118	1259	99.9677	0.0323
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

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