



# SMIFS CAPITAL MARKETS LIMITED

April 11, 2025

The Secretary  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai 400 001

The Secretary  
**The Calcutta Stock Exchange Limited**  
7, Lyons Range  
Kolkata – 700 001

**Sub: Minutes of Postal Ballot**

Dear Sir,

Pursuant to the Regulation 30 of the Listing Regulations, we enclose a copy of the minutes of Postal Ballot seeking the approval of the members of the Company in respect of the following Resolutions, only by way of remote electronic voting (“e-voting”).

| Item No. | Resolution  | Ordinary/<br>Special | Result                       |
|----------|---|----------------------|------------------------------|
| 1.       | CHANGE THE NAME OF THE COMPANY AND SUBSEQUENT AMENDMENT IN THE MEMORANDUM OF ASSOCIATION AND ARTICLE OF ASSOCIATION OF THE COMPANY. | Special              | Passed by requisite majority |

Kindly take the above information on record.

Yours faithfully,

**For SMIFS Capital Markets Limited**

(Poonam Bhatia)  
**Company Secretary-cum- Compliance Officer**



**MINUTES OF THE POSTAL BALLOT THROUGH REMOTE E-VOTING FOR THE SPECIAL RESOLUTIONS PASSED BY THE MEMBERS OF SMIFS CAPITAL MARKETS LIMITED ON WEDNESDAY, 9<sup>TH</sup> APRIL, 2025 AS SET OUT IN POSTAL BALLOT NOTICE DATED 8<sup>TH</sup> MARCH, 2025**

**Directors Present:**

|                        |                     |
|------------------------|---------------------|
| Mr. Utsav Parekh       | - Chairman          |
| Mr. Kishor Shah        | - Managing Director |
| Mr. Pratik Ghose       | - Director          |
| Mr. Nitin Daga         | - Director          |
| Mrs. Pushpa Mishra     | - Director          |
| Mr. Samarth Parekh     | - Director          |
| Mr. Anil Kumar Murarka | - Director          |

**In Attendance:**

|                               |  |
|-------------------------------|--|
| Mr. Shreemanta Banerjee       | - CFO-cum-Assistant Vice President<br>(Finance and Taxation) |
| Mrs. Poonam Bhatia            | - Company Secretary-cum-Compliance Officer                   |
| Mr. Sudhansu Sekhar Panigrahi | - Scrutinizer for Postal Ballot                              |

Mr. Utsav Parekh, Chairman of the Meeting informed that, pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013, read together with the Companies (Management and Administration) Rules, 2014, and all applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 a Postal Ballot Notice dated March 08, 2025, containing 1 (One) Special Resolution was sent to the Shareholders of the Company.

1. CHANGE THE NAME OF THE COMPANY AND SUBSEQUENT AMENDMENT IN THE MEMORANDUM OF ASSOCIATION AND ARTICLE OF ASSOCIATION OF THE COMPANY

The Board of Directors in their meeting held on March 08, 2025 had approved the said notice and also appointed Mr. Sudhansu Sekhar Panigrahi, Practicing Company Secretary as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.

As per General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 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 08, 2021, 03/2022 dated May 05, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 in relation to "Clarification on passing of ordinary and special resolutions by Companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID - 19" issued by the Ministry of Corporate Affairs, the postal ballot notice dated March 08, 2025 was sent to the members whose name(s) appeared on the Register of Members as received from Central Depository Services (India) Limited (CDSL) as on cut-off date i.e. March 07, 2025.

***Certified True Copy***

**For SMIFS CAPITAL MARKETS LIMITED**

*Poonam Bhatia*  
(POONAM BHATIA)  
Company Secretary-cum-Compliance Officer

CHAIRMAN'S  
INITIALS





As per the Rules of the Companies Act, 2013, Company provided e-voting facility to its members to exercise their votes electronically. The e-voting portal of Central Depository Services (India) Limited (CDSL) for voting purpose remained open from March 11, 2025 (Tuesday) (10:00 a.m.) and ended on April 09, 2025 (Wednesday) (05:00 p.m.) and thereafter the same was disabled.

Particulars of votes cast through electronic means only have been entered in the register separately maintained for the purpose.

The votes cast through electronic means were unblocked on March 11, 2025 at 10:00 a.m.

Votes cast through electronic means were scrutinized and the shareholding was matched/confirmed with the Register of Members of the company as on March 07, 2025.

Votes cast through electronic means up to 05:00 p.m. of April 09, 2025 being the last time and date fixed by the company for voting through electronic means were considered for scrutiny.

Since the voting on Postal Ballot process was conducted only through e-voting, reporting on finding of defaced or mutilated ballot paper does not arise.

Based on the analysis of valid votes, the Scrutinizer submitted his report dated April 09, 2025 to the Chairman of the Company.

**SPECIAL BUSINESS:**

**Resolution No. 1(As a Special Resolution)**

**CHANGE THE NAME OF THE COMPANY AND SUBSEQUENT AMENDMENT IN THE MEMORANDUM OF ASSOCIATION AND ARTICLE OF ASSOCIATION OF THE COMPANY**

The following Special Resolution was passed-

**"RESOLVED THAT** pursuant to the provisions of Sections 4, 5, 13, 14, 15 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder, Regulation 45 and other applicable provisions, if any, of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 (including any statutory modification(s) or re-enactment(s), thereof for the time being in force) and subject to the approval(s)/ consent(s) or permission(s) of the Stock Exchanges, Ministry of Corporate affairs, Central Government and any other regulatory and statutory authorities, as may be required, the consent of the members of the Company be and is hereby accorded to change the name of the Company from "SMIFS Capital Markets Limited" to "Nexome Capital Markets Limited".

**"RESOLVED FURTHER THAT** Name Clause being Clause 1 in the Memorandum of Association of the Company be altered accordingly and substituted by the following clause:

**"1. The name of the Company is Nexome Capital Markets Limited."**

**"RESOLVED FURTHER THAT** upon receipt of fresh Certificate of Incorporation consequent upon change of name, the old name, i.e. "SMIFS Capital Markets Limited" be substituted with the new name, i.e. "Nexome Capital Markets Limited" in the Memorandum and Articles of Association of the Company and be deemed substituted in all other relevant documents including agreements, deeds, documents, contracts wherein the Company is a party or interested, common seal and at all other places wherever appearing."

*Certified True Copy*

**For SMIFS CAPITAL MARKETS LIMITED**

*P. Bhunia*

**(POONAM BHATIA)**

**Company Secretary-cum-Compliance Officer**

CHAIRMAN'S  
INITIALS

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"RESOLVED FURTHER THAT any Director and Company Secretary of the Company, be and is hereby severally authorized to do all such acts, deeds and actions as it may, in its absolute discretion, consider necessary, expedient, usual, proper or incidental for giving effect to this Resolution, and to settle questions, remove any difficulty or doubt that may arise from time to time and to take such actions or give such directions as may be necessary or desirable and to obtain any approvals, permissions or sanctions which may be necessary or desirable, as it may think fit."

| Resolution No. 1 (SPECIAL RESOLUTION) CHANGE THE NAME OF THE COMPANY AND SUBSEQUENT AMENDMENT IN THE MEMORANDUM OF ASSOCIATION AND ARTICLE 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                        |       |
| 1  | Promoter Group         | E-Voting          | 3064051            | 3064051                                 | 100                   | 3064051             | Nil                                  | 100                                | Nil   |
|  |                        | Postal Ballot     | Nil                | Nil                                     | Nil                   | Nil                 | Nil                                  | Nil                                | Nil   |
|  |                        | Total             | 3064051            | 3064051                                 | 100                   | 3064051             | Nil                                  | 100                                | Nil   |
| 2  | Public Institution     | E-Voting          | 816811             | 345219                                  | 42.26                 | 345219              | Nil                                  | 100                                | Nil   |
|  |                        | Postal Ballot     | Nil                | Nil                                     | Nil                   | Nil                 | Nil                                  | Nil                                | Nil   |
|  |                        | Total             | 816811             | 345219                                  | 42.26                 | 345219              | Nil                                  | 100                                | Nil   |
| 3  | Public Non Institution | E-Voting          | 1996138            | 89451                                   | 4.48                  | 27845               | 61606                                | 31.13                              | 68.87 |
|  |                        | Postal Ballot     | Nil                | Nil                                     | Nil                   | Nil                 | Nil                                  | Nil                                | Nil   |
|  |                        | Total             | 1996138            | 89451                                   | 4.48                  | 27845               | 61606                                | 31.13                              | 68.87 |

Thus, the Special Resolution set out in the Notice dated March 08, 2025 was approved by the members with requisite majority.

The Chairman then directed the Company Secretary to inform the results of the Postal Ballot and send the necessary reports to BSE Limited, The Calcutta Stock Exchange Limited, CDSL and upload the same on Company's website i.e. [www.smifscap.com](http://www.smifscap.com).

Date: 10.04.2025

Place: Kolkata

*Utsav Parekh*

(Utsav Parekh)  
Chairman

CHAIRMAN'S  
INITIALS

*Certified True Copy*

For SMIFS CAPITAL MARKETS LIMITED

*Poonam Bhattacharya*  
(POONAM BHATTACHARYA)  
Company Secretary-cum-Compliance Officer



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For SMIFS CAPITAL MARKETS LIMITED

  
(POONAM BHATIA)  
Company Secretary-cum-Compliance Officer

CHAIRMAN'S  
INITIALS

