

SARASWATI COMMERCIAL (INDIA) LTD.

Regd.Off.:209-210, Arcadia Building, 2nd Floor, 195, Nariman Point, Mumbai-400021.

Tel:40198600 Fax:40198650 E-mail:saraswati.investor@gcvl.in,

Web:www.saraswaticommercial.com CIN:L51909MH1983PLC166605

Date: 17th March, 2025

To,
Corporate Relationship Department
BSE Limited
P.J. Towers, 25th Floor,
Dalal Street, Mumbai - 400 001

Ref: **BSE Code: 512020**

Dear Sir/Madam,

Sub: (a) Disclosure of Voting Results of the Postal Ballot process and Remote E-Voting - Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

(b) Scrutinizer's Report on e-voting

Pursuant to provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in continuation of our letter dated February 14, 2025, enclosing therewith the Postal Ballot Notice dated February 11, 2025, seeking consent of Members of the Company through Postal Ballot for the following:

Sr. No.	Particulars	Type of Resolution
1	Issue of Equity Shares on Preferential Basis	Special Resolution
2	Appointment of Mr. Rohit Kothari (DIN: 00054811) as a Non-Executive Director of the Company	Ordinary Resolution
3	Appointment of Ms. Neha Bandyopadhyay (DIN: 08591975) as a Non-Executive Independent Director of the Company	Special Resolution

As per the requirements of the Companies Act, 2013 and the applicable provisions of the SEBI Listing Regulations, the Company had provided the facility to its Members holding shares as on cut-off date i.e. Friday, February 07, 2025, to exercise their rights to vote by electronic means on the businesses specified in the Postal Ballot Notice, through Remote e-Voting facility which commenced on Saturday, February 15, 2025 (9.00 AM Indian Standard Time) and ended on Sunday, March 16, 2025 (5.00 PM Indian Standard Time). The Company had appointed M/s. Avani Gandhi and Associates, Practicing Company Secretary, as the Scrutinizer for the Remote e- Voting. As per the Scrutinizer's Report, Special and Ordinary Resolutions have been approved by the Members with requisite majority and accordingly, it is deemed to have been passed on March 16, 2025 (last day of Remote e-Voting).

In this regard, please find enclosed the following:

- i. Voting results as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and
- ii. the Scrutinizer Report thereon dated March 17, 2025.

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Details of Voting Results:

Date of declaration of results of Postal Ballot (by remote e voting)	16th March, 2025
Total number of Shareholders on record date	3247
No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	Not Applicable

AGENDA WISE DISCLOSURE:								
1. ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS								
Resolution required: (Ordinary/Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			YES					
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	744850	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-Institutions	E-Voting	0	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	285078	151530	53.15	151529	1	99.99	0.01
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		151530	53.15	151529	1	99.99	0.01
Total		1029928	151530	14.71	151529	1	99.99	0.01

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		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	744850	744850	100	744850	0	100	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		744850	100	744850	0	100	0.00
Public-Institutions	E-Voting	0	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	285078	151530	53.15	151529	1	99.99	0.01
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		151530	53.15	151529	1	99.99	0.01
Total		1029928	896380	87.03	896379	1	99.99	0.01

The voting results along with the Scrutinizer's report will also be made available on the Company's website at <https://www.saraswaticommercial.com/>

You are requested to kindly acknowledge receipt of the same.

Thanking You,

Yours faithfully

For **Saraswati Commercial (India) Limited**

Avani Sanghavi
Company Secretary & Compliance Officer
Membership No.: A29108



AVANI GANDHI & ASSOCIATES

PRACTICING COMPANY SECRETARIES

FORM No. MGT-13
Report of Scrutinizer(s)

[Pursuant to rule section 110 of the Companies Act, 2013 read with rule 20 and rule 22 of the Companies (Management and Administration) Rules, 2014, as amended]

To,
The Chairman
Saraswati Commercial India Limited
209-210 Arcadia Building, 2nd Floor,
Plot No. 195, Nariman Point,
Mumbai- 400021

Scrutiniser's Report on the voting by means of remote e-voting process on the resolutions set out in the Postal Ballot Notice dated 11th February, 2025.

Dear Sir,

I, Avani Gandhi, of Avani Gandhi & Associates, Practicing Company Secretaries (Membership No. FCS 9220 CP 16143), having office at 422 Neo Corporate Plaza, Kanchpada, Malad (West), Mumbai-400064, have been appointed as the Scrutinizer to conduct the Postal ballot through electronic voting process for the below mentioned resolutions

1. Issue of equity shares on preferential basis.
2. Appointment of Mr. Rohit Kothari (DIN: 00054811) as a non-executive director of the company.
3. Appointment of Ms. Neha Bandyopadhyay (DIN: 08591975) as a non-executive independent director of the company

Pursuant to the Postal Ballot Notice dated February 11, 2025, issued under Section 110 and statutory modification or re-enactment thereof for the time being in force) read with Rule 22 of the Companies (Management and Administration) Rules, amended from time to time, read with the General Circular No. 14/2020 dated 8th April, 2020, General Circular No.17/2020 dated 13th April, 2020, General Circular No. 22/2020 dated 15th June, 2020, General Circular No. 33/2020 dated 28th September, 2020, General Circular No. 39/2020 dated 31st December, 2020, General Circular No. 02/2021 dated 13th January, 2021, General Circular No. 10/2021 dated 23rd June, 2021, General Circular No. 20/2021 dated 8th December, 2021, General Circular No. 03/2022 dated 5th May, 2022, General Circular No. 11/2022 dated 28th December, 2022, General Circular No. 09/2023 dated 25th September, 2023 and General Circular No. 09/2024 dated 19th September, 2024 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "**MCA Circulars**"), and other applicable laws and regulations.



AVANI GANDHI & ASSOCIATES

PRACTICING COMPANY SECRETARIES

The Postal Ballot Notice dated February 11, 2025 along with statement setting out material facts under Section 102 of the Act in respect of the above mentioned resolution, as confirmed by the Company, was sent, via e-mail only to the Members whose names appeared in the Register of Members / List of Beneficial Owners as received from Depositories and whose e-mail addresses were registered with the Company/ Depositories.

The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the shareholders of the Company.

The shareholders of the Company holding shares as on the “cut- off” date of February 7, 2025 were entitled to vote on the resolution as contained in the Notice.

The voting period for remote e-voting commenced on Saturday, February 15, 2025 at 09:00 a.m. (IST) and ended on Sunday, March 16, 2025 at 05:00 p.m. (IST) and the NSDL e-voting module was disabled thereafter.

The votes cast under remote e-voting facility were thereafter unblocked.

I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the NSDL e-voting system and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, rules and the MCA Circulars relating to remote e-voting on the Resolution contained in the notice of Postal Ballot.

My responsibility as scrutinizer for the voting on postal ballot through remote e-voting is restricted to making a Scrutinizer’s Report of the votes cast in favour or against the said resolution contained in the notice, based on the reports generated from the e-voting system provided by NSDL, the agency authorized under the rules and engaged by the Company to provide e-voting facility by NSDL for my verification.

I now submit my Scrutinizer Report on the results of the voting by postal ballot only through the remote e-voting process in respect of the said Resolution as under:

Resolution 1: Special Resolution:

1. Issue of equity shares on preferential basis

- (i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast (shares)	% of total number of valid votes cast
45	151529	99.99%



AVANI GANDHI & ASSOCIATES

PRACTICING COMPANY SECRETARIES

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

Number of members voted	Number of valid votes cast (shares)	% of total number of valid votes cast
1	1	0.00%

(iii) Invalid votes

Number of members voted	Number of valid votes cast
2	41236

The votes cast in favour are three times more than the votes cast against the resolution.

Resolution 2: Ordinary Resolution:

Appointment of Mr. Rohit Kothari (DIN: 00054811) as a non-executive director of the company.

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

Number of members voted	Number of valid votes cast (shares)	% of total number of valid votes cast
45	151529	99.99%

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

Number of members voted	Number of valid votes cast (shares)	% of total number of valid votes cast
1	1	0.00%

(iii) Invalid votes

Number of members voted	Number of valid votes cast
2	41236

The votes cast in favour are more than the votes cast against the resolution.

Resolution 3: Special Resolution:

3. Appointment of Ms. Neha Bandyopadhyay (DIN: 08591975) as a non-executive independent director of the company

(iv) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast (shares)	% of total number of valid votes cast
64	896379	99.99%



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PRACTICING COMPANY SECRETARIES

(v) Voted **against** the resolution:

Number of members voted	Number of valid votes cast (shares)	% of total number of valid votes cast
1	1	0.00%

(vi) Invalid votes

Number of members voted	Number of valid votes cast
2	41236

The votes cast in favour are three times more than the votes cast against the resolution.

All the Resolution(s) mentioned in the Postal Ballot Notice as per the details above stand passed under Remote E-voting conducted for the purpose of postal ballot with the requisite majority and hence deemed to be passed as on last date specified in the Postal Ballot form or e-voting i.e. March 16, 2025.

I hereby confirm that I am maintaining the Registers received from the Service provider electronically in respect of the votes cast through Remote E-voting by the shareholders of the Company. All other relevant records relating to Remote E-voting is under my safe custody and will be handed over to the Company Secretary for safe keeping, after the Chairman signs the Postal Ballot Minutes.

Thanking you

Date: 17.03.2025
Place: Mumbai
UDIN: F009220F004106753

For Avani Gandhi & Associates
Company Secretaries

AVANI
MONARCH
GANDHI

Digitally signed by
AVANI MONARCH
GANDHI
Date: 2025.03.17
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Conter sign by Chairman

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b3b8-4d23-97
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Date: 2025.03.17 14:50:57
+05'30'

Avani Gandhi
M. no.: F9220
COP: 16143
Peer review no.1379/2021