

D. A. KAMAT & CO.

Practicing Company Secretaries

Office: B-208, Shreedham Classic, Next to St John School, S.V Road, Goregaon (W), Mumbai 400 104.

Contact: +91-7208023169, +91-9029661169 | office@csdakamat.com | www.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 conducted pursuant to the Provisions of Section 108 of Companies Act, 2013 at the 55th Annual General Meeting of the Company held on Monday, 29th November, 2021 at 03:30 P.M.

I, **FCS Rachana Shanbhag, Partner, M/s D.A. Kamat & Co, Company Secretary , Mumbai** have been appointed as a Scrutinizer in the Meeting of the Board of Directors of the Company, **Sicom Limited** for the purpose of scrutinising the e-voting process, at the 55th 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 of the said date for the 55th Annual General Meeting held through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), on **Monday, November 29, 2021 at 03:30 P.M.**

1. The Company has provided the facility of remote e-voting at the AGM on the resolutions specified in the Notice to the 55th Annual General Meeting dated 01st November, 2021.
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 "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 (LINKINTIME), the authorised agency appointed by the company to provide e-voting facilities and e-Voting at the AGM.
3. The Chairman at the 55th Annual General Meeting held on **Monday, 29th November 2021**, announced that members who have not exercised their votes through remote e-voting may undertake the same at the time of the AGM.

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4. The members of the Company, as on the "cut-off date" i.e. 22nd November, 2021 were entitled to vote on the resolutions as set out in the Notice of the 55th Annual General Meeting of the Company.
5. The Notice of AGM was sent by the Company electronically to all members on 03rd November, 2021. 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 and 20/2020 issued by MCA in this regard ("MCA Circulars").
6. The Company published the following advertisements in respect of providing the details of the dispatch 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 as follows:

No	Date of Publication	English Newspaper	Marathi Newspaper	Purpose of Advertisement
1	05.11.2021	Free Press Journal, Mumbai	Navshakti, Mumbai	Schedule of AGM & Despatch of Notice with E-Voting details

7. The remote e-voting commenced from Friday, November 26th, 2021 (9:00 AM IST) till Sunday, 28th November, 2021 (5:00 PM IST) and the LINKINTIME e-voting platform was blocked by thereafter. Remote e-votes casted during this period have been considered for scrutiny.
8. At the 55th 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 – Ms. Neha Vernekar and Ms Prachi Baikar.


Neha Vernekar


Prachi Baikar
9. On the basis of the vote cast by the members by the way of electronic voting, remotely and at the AGM held on 29th November, 2021 I have issued my Scrutinizer's Report dated 30th November, 2021.
10. A summary of the votes cast by the members through remote e-voting, and e-voting at the 55th AGM with their pattern of voting is attached as an **Annexure I** to this Report.
11. The Results of the electronic voting (including remote e-voting and e-voting at the AGM) is as follows:

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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, 2021 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 Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Passed Unanimously
3	To Appoint and Remuneration of M/s Kirtane & Pandit LLP, Chartered Accountants as a Statutory Auditor (s) of the Company for a term of 3 years for FY 2021-22 to FY 2023-24.	Ordinary	Passed Unanimously
Special Business			
4	Appointment of Dr. Nitin Jawale (DIN: 03204116), Nominee of the Government of Maharashtra, as Managing Director of the Company.	Special	Passed Unanimously
5	Appointment of Shri Rajib Sekhar Sahoo (DIN: 02708503) as an Independent Director of the Company.	Ordinary	Passed Unanimously
6	Appointment of Shri Vishal Vithal Kamat (DIN: 00195774) as an Independent Director of the Company.	Ordinary	Passed Unanimously

12. The Register and all other papers and relevant records containing the details of equity shareholders who have voted "In Favour" or "Against" and those whose votes were declared invalid 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.
13. 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 November, 2021.

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

RACHANA
HARSHAL
SHANBHAG

Digitally signed by
RACHANA HARSHAL
SHANBHAG
Date: 2021.11.30
18:34:05 +05'30'

Rachana Shanbhag
Partner
FCS 8227
CP 9297
UDIN: F008227C001604052

Countersigned by
For, Sicom Limited



Chetna Vasani
Company Secretary
(Duly Authorised by Chairman)

Place: Mumbai
Date: 30th November, 2021

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ANNEXURE - I TO SCRUTINISER REPORT FOR 55TH AGM

The summary of votes cast through ELECTRONIC VOTING (Remotely and during AGM) at the 55th 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, 2021 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
19	29824014	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 Director of the Company, who retires by rotation and being eligible, offers 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
18	29823814	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

Note: Mr. R.S. Bhosale holding 200 shares has abstain from the above resolution.

Result: Passed Unanimously

Resolution No. 3: To Appoint and Remuneration of M/s Kirtane & Pandit LLP, Chartered Accountants as a Statutory Auditor (s) of the Company for a term of 3 years for FY 2021-22 to FY 2023-24.

(a) Votes in favour of the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
19	29824014	100

(b) Votes against the resolution:

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

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0	0	0
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Result: Passed Unanimously

Resolution No. 4: Appointment of Dr. Nitin Jawale (DIN: 03204116), Nominee of the Government of Maharashtra, as Managing 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
19	29824014	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 Rajib Sekhar Sahoo as an Independent 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
19	29824014	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. 6: Appointment of Shri Vishal Vithal Kamat as an Independent 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
19	29824014	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

